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October 13, 2005

RECEIVED

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Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Federal Communications Commission
Office of Secretary

**Re: APPLICATION OF ALLTEL COMMUNICATIONS, INC. FOR
DESIGNATION AS AN ELIGIBLE TELECOMMUNICATIONS
CARRIER IN THE STATE OF ALABAMA — CONFIDENTIAL
TREATMENT REQUESTED**

Dear Ms. Dortch:

Alltel Communications, Inc. ("Alltel"), by its attorneys, hereby submits an original and four redacted copies of Alltel's Application for Designation as an Eligible Telecommunications Carrier in the State of Alabama ("Application"). Alltel is simultaneously submitting a confidential copy of this filing. As such, Alltel requests confidential treatment under Section 0.459 of the Commission's rules¹ regarding Exhibit D (Alltel's Five-Year Service Improvement Plan) provided as an attachment to Alltel's Application. This attachment is labeled "Confidential — Not for Public Inspection."

Exhibit D contains proprietary company information not available to the public, including information that is competitively sensitive about Alltel's future plans for building out its network.

As required by Section 0.459(b) of the Commission's rules, Alltel provides the following information regarding its request for confidential treatment:

1. Confidential treatment is requested for all information contained in Exhibit D.
2. This information is submitted as an attachment to Alltel's Application being filed in the Commission's universal service docket, CC Docket No. 96-45.
3. The information being submitted is commercially and financially sensitive and is privileged. Exhibit D provides detailed financial information regarding how Alltel intends to spend its universal service funds in certain wire centers over the next five

¹ 47 C.F.R. § 0.459.

years. Also, Alltel is providing in Exhibit D general information as how it intends to spend this funding, (*i.e.*, for capacity or coverage enhancements).

4. The wireless industry is highly competitive.²
5. The release of such information will cause substantial competitive harm to Alltel. Disclosure of Alltel's five-year plans for its expenditures of universal service funds would give Alltel's competitors access to privileged information that would affect the actions of those competitors. Competitors seeking to compete with Alltel could upgrade their networks in an attempt to, for example, preempt Alltel's planned upgrades. Also, by providing information about where Alltel intends to expand coverage, Alltel could expose itself to predatory practices by tower owners and potential tower site owners in areas where it committed to add cell sites.
6. Alltel considers the information in Exhibit D to be proprietary and confidential and does not distribute such information to any party outside of the company, with the exception of outside counsel.
7. The information in Exhibit D is not available to the public and has not been disclosed to any other third party, with the exception of outside counsel.
8. The information provided in Exhibit D should never be released for public inspection, as this document contains proprietary company information that is competitively and financially sensitive. Even after the five-year term of the plan expires, Alltel would not reveal to its competitors the amount of money it has spent in the past in certain wire centers.

For the foregoing reasons, Alltel respectfully requests that the Commission allow for confidential treatment of Exhibit D.

If you have any questions regarding this supplemental information or the confidentiality request, please contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink, reading "Glenn S. Rabin /dmt". The signature is fluid and cursive, with a stylized "G" and "R".

Glenn S. Rabin

Vice President

Federal Communications Counsel

² See *Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993, Annual Report and Analysis of Competitive Market Conditions with Respect to Commercial Mobile Services, Eighth Report*, 18 F.C.C.R. 14783, 14812 (2003) ("Continued downward price trends, the continued expansion of mobile networks into new and existing markets, high rates of investment, and churn rates of about 30%, when considered together with the other metrics, demonstrate a high level of competition for mobile telephone consumers."); *Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993, Annual Report and Analysis of Competitive Market Conditions with Respect to Commercial Mobile Services, Ninth Report*, 19 F.C.C.R. 20597, 20600-01 (2004) ("[C]ompetition is robust in terms of the current number of competitors per market ..." and "[i]ndicators of market performances show that competition continues to afford many significant benefits to consumers.").

**Before The
FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C.**

In the Matter of)	
)	
Application of Alltel Communications, Inc.)	
)	Docket No. 96-45
)	
For Designation as an Eligible)	
Telecommunications Carrier Pursuant To)	
Section 214(e)(6) of the Communications)	
Act of 1934)	

**APPLICATION OF ALLTEL COMMUNICATIONS, INC. FOR DESIGNATION
AS AN ELIGIBLE TELECOMMUNICATIONS CARRIER
IN THE STATE OF ALABAMA**

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Date: October 13, 2005

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**APPLICATION OF ALLTEL COMMUNICATIONS, INC. FOR DESIGNATION
AS AN ELIGIBLE TELECOMMUNICATIONS CARRIER
IN THE STATE OF ALABAMA**

Alltel Communications, Inc., on behalf of itself and its wholly-owned and controlled licensee affiliates (“Alltel” or “Company”), and pursuant to Section 214(e)(6) of the Communications Act of 1934, as amended (the “Act”), hereby petitions the Commission for designation as an Eligible Telecommunications Carrier (“ETC”) in the rural telephone company areas within its licensed service area in the State of Alabama (“Application”). By Order issued September 24, 2004 the Commission designated Alltel ETC status in the non-rural telephone company wire centers within its licensed service area.¹ As demonstrated below, Alltel meets all the statutory and regulatory prerequisites for ETC designation in the rural telephone company areas, and Alltel’s designation will serve the public interest.

¹ *Federal-State Joint Board on Universal Service; ALLTEL Communications Inc., Petitions for Designation as an Eligible Telecommunications Carriers in the States of Alabama, Florida, Georgia, North Carolina, and Virginia*, Order, 19 FCC Rcd 20496 (WCB 2004) (“*Alltel Non-Rural Designation Order*”).

I. Alltel's Universal Service Offering.

Alltel is the licensee authorized to provide cellular mobile radio telephone service in the following Cellular Market Areas ("CMAs") in Alabama: CMA 83, CMA 139, CMA 246, CMA 310, CMA 311, CMA 312, CMA 313, CMA 314 and CMA 153.² Alltel intends to obtain high-cost support in the rural telephone company areas to expand its coverage to include unserved or underserved areas, to increase the service quality and reliability of its network, and to speed the delivery of advanced wireless services to the citizens of Alabama. As an ETC, Alltel will also offer a basic universal service package to subscribers who are eligible for Lifeline support and will offer Link-Up to eligible subscribers. Alltel's service offering will be competitive with those of the incumbent local exchange carriers ("LECs").

II. Alltel Satisfies All the Statutory and Regulatory Prerequisites for Designation as an ETC.

Alltel satisfies each of the elements enumerated by the Commission for ETC designation pursuant to Section 214(e)(6) of the Act as set forth in the FCC's *Section 214(e)(6) Public Notice*.³

A. The Alabama Public Service Commission Has Provided an Affirmative Statement That It Does Not Regulate CMRS Carriers.

As a CMRS carrier, Alltel is entitled to seek designation as an ETC.⁴ Section 254(e) of the Act provides that "only an eligible telecommunications carrier designated under section 214(e) shall be eligible to receive specific federal universal service support."⁵ Pursuant to

² The areas that Alltel seeks designation for within its licensed area will be referred to in this document as the "ETC Service Area."

³ FCC Public Notice, *Procedures for FCC Designation of Eligible Telecommunications Carriers Pursuant to Section 214(e)(6) of the Communications Act*, 12 FCC Rcd 22947 (1997) ("*Section 214(e)(6) Public Notice*").

⁴ See *Federal-State Joint Board on Universal Service*, First Report and Order, 12 FCC Rcd 8776, 8858-59, ¶145 (1997) ("*First Report and Order*").

⁵ 47 U.S.C. § 254(e).

Section 214(e)(6) of the Act, the Commission may, upon request, designate as an ETC “a common carrier providing telephone exchange service and exchange access that is not subject to the jurisdiction of a state commission.”⁶

In the *Section 214(e)(6) Public Notice*, the Commission established that a carrier must demonstrate it “is not subject to the jurisdiction of a state commission.”⁷ In its *Twelfth Report and Order*, the Commission stated that where a carrier provides the Commission with an “affirmative statement” from the state commission or a court of competent jurisdiction that the state lacks jurisdiction to perform the designation, the Commission would consider requests filed pursuant to 214(e)(6).⁸

On March 12, 2002, the Alabama Public Service Commission (“Alabama PSC”) released a decision in Docket U-4400 regarding the Pine Belt Cellular, Inc. and Pine Belt PCS, Inc. ETC Petition. A copy of the order is attached hereto as Exhibit B. In the attached decision, the Alabama PSC stated:

Given the aforementioned conclusions by the Commission, it seems rather clear that the Commission has no jurisdiction to take action on the Application of the Pine Belt companies for ETC status in this jurisdiction. The Pine Belt companies and all other wireless providers seeking ETC status should pursue their ETC designation request with the FCC as provided by 47 USC §214(e)(6).⁹

Alltel notes that the Pine Belt decision is the basis for the affirmative statement as to the Alabama PSC’s lack of jurisdiction over CMRS applications for ETC status and has been

⁶ 47 U.S.C. § 214(e)(6).

⁷ *Section 214(e)(6) Public Notice*, 12 FCC Rcd at 22948.

⁸ *Federal-State Joint Board on Universal Service; Promoting Deployment and Subscribership in Unserved and Underserved Areas, Including Tribal and Insular Areas*, Twelfth Report and Order, and Further Notice of Proposed Rulemaking, 15 FCC Rcd 12208, 12264 (2000).

⁹ *Pine Belt Cellular, Inc. and Pine Belt PCS, Inc.: For ETC Status and/or Clarification Regarding the Jurisdiction of the Commission To Grant ETC Status to Wireless Carrier*, Order, Docket U-4400, at 2 (Mar. 12, 2002).

referenced by other ETC applicants. It is now well settled that the Alabama PSC is without authority to take action on Alltel's ETC Application, and that the Pine Belt order provides the requisite "affirmative statement" from the Alabama PSC in full satisfaction of Section 214(e)(6).¹⁰ Consequently the FCC is the appropriate regulatory authority to consider Alltel's application for ETC status.

B. Alltel Offers All of the Services Supported By the Federal High-Cost Universal Service Program.

In order to be designated as an ETC, a carrier must be a common carrier and both offer and advertise the supported services throughout the designated service area.¹¹ The FCC has identified the following services and functionalities as the core services to be offered by an ETC and supported by federal universal service support mechanisms:¹²

1. Voice-grade access to the public switched telephone network;
2. Local usage;
3. Dual-tone, multi-frequency ("DTMF") signaling, or its functional equivalent;
4. Single-party service or its functional equivalent;
5. Access to emergency services;
6. Access to operator services;
7. Access to interexchange service;
8. Access to directory assistance; and
9. Toll limitation for qualifying low-income consumers.

¹⁰ The FCC previously has processed ETC petitions in Alabama, including Alltel's previous ETC application. *See, e.g., Alltel Non-Rural Designation Order, supra* n.1.

¹¹ 47 U.S.C. § 214(e)(1).

¹² *See* 47 C.F.R. § 54.101(a).

The *Section 214(e)(6) Public Notice* requires a carrier to certify that it provides each of the supported services, or where appropriate, functionally equivalent services.¹³ As shown below and in the Declaration attached as Exhibit A hereto, Alltel currently provides, or will provide upon designation, each of the required services.

1. Voice-grade access to the public switched telephone network:

The FCC concluded that voice-grade access means the ability to make and receive phone calls within a specified bandwidth.¹⁴ Alltel meets this requirement by providing voice-grade access to the public switched telephone network. Through its interconnection arrangements with LECs, each of Alltel's customers is able to make and receive calls on the public switched telephone network within the specified bandwidth.

2. Local usage:

Section 54.202(a)(4) of the FCC's rules require an ETC applicant to "demonstrate that it offers a local usage plan comparable to the one offered by the incumbent LEC in the service areas for which it seeks designation."¹⁵ The FCC has explained that an ETC applicant's local usage plans should be reviewed on a case-by-case basis to ensure that each ETC provides a local usage component in its universal service offering that is comparable to the plan offered by the incumbent LEC in the area.¹⁶ The FCC has declined to adopt a specific local usage threshold.¹⁷ Alltel commits to provide rate plans that have a substantial local calling area with a corresponding level of included local usage that provides an outstanding consumer value. A description of Alltel's current rate plans that are available in the areas for which Alltel seeks

¹³ *Section 214(e)(6) Public Notice*, 12 FCC Rcd at 22948.

¹⁴ *First Report and Order*, 12 FCC Rcd at 8810-11.

¹⁵ 47 C.F.R. § 54.202(a)(4).

¹⁶ *Federal-State Joint Board on Universal Service*, Report and Order, 20 FCC Rcd 6371 (2005) ("*ETC Criteria Order*").

ETC designation is attached as Exhibit C hereto. Exhibit C confirms that Alltel includes local usage in each rate plan and that Alltel offers local calling areas that are substantially larger than those offered by the incumbent LECs. Further, since Alltel offers several rate plans as its universal service offering, customers have the opportunity to select a rate plan that best meets their needs based on the local calling areas and the amount of local calling included in each plan.

3. Dual-tone, multi-frequency (“DTMF”) signaling, or its functional equivalent:

DTMF is a method of signaling that facilitates the transportation of call set-up and call detail information. Consistent with the principles of competitive and technological neutrality, the FCC permits carriers to provide signaling that is functionally equivalent to DTMF in satisfaction of this service requirement.¹⁸ Alltel currently uses out-of-band digital signaling, and Alltel therefore meets this requirement.

4. Single-party service or its functional equivalent:

“Single-party service” means that only one party will be served by a subscriber loop or access line in contrast to a multi-party line.¹⁹ The FCC concluded that a wireless provider offers the equivalent of single-party service when it offers a dedicated message path for the length of a user’s particular transmission.²⁰ Alltel meets the requirement of single-party service in this manner.

5. Access to emergency services:

The ability to reach a public emergency service provider by dialing 911 is a required service in any universal service offering. Alltel currently provides its customers with access to

¹⁷ *Id.* at 6385.

¹⁸ 47 C.F.R. § 54.101(a)(3).

¹⁹ *First Report and Order*, 12 FCC Rcd at 8810.

²⁰ *Id.*

emergency services by dialing 911 in accord with this requirement throughout the geographic area where it is seeking ETC designation. Further, Alltel provides both automatic numbering information (“ANI”) and automatic location information (“ALI”) to public emergency service providers capable of both receiving and utilizing the data and has made arrangements for the delivery of the data.

6. Access to operator services:

Access to operator services is defined as any automatic or live assistance provided to a consumer to arrange for the billing or completion, or both, of a telephone call.²¹ Alltel meets this requirement by providing all of its customers with access to operator services provided by either the Company or other entities (*e.g.* LECs, IXC, etc.)

7. Access to interexchange service:

A universal service provider must offer consumers access to interexchange service to make and receive toll or interexchange calls. Alltel presently meets this requirement by providing all of its customers with the ability to make and receive interexchange or toll calls through direct interconnection arrangements between the Company and several IXCs. On most of the Company’s rate plans, interexchange calls can be made for no additional charge (*i.e.*, all outgoing minutes are treated the same). Additionally, customers are able to reach other IXCs by dialing the appropriate access code or dial-around number.

8. Access to directory assistance:

The ability to place a call to directory assistance is a required service offering.²² Alltel meets this requirement by providing all of its customers with access to directory assistance by dialing either “411” or “Area Code + 555-1212.”

²¹ *Id.* at 8817-18.

²² *Id.* at 8821.

9. Toll limitation for qualifying low-income consumers:

An ETC must offer either “toll control” or “toll blocking” services to qualifying Lifeline customers at no charge. The FCC no longer requires an ETC to provide both services as part of the toll limitation service.²³ In particular, all ETCs must provide toll blocking, which allows customers to block the completion of outgoing toll calls.²⁴ Once designated as an ETC, Alltel will participate in Lifeline as required and will provide toll blocking capability in satisfaction of the FCC’s requirement. Alltel currently has the capability to provide toll blocking and will provide this service at no charge to its Lifeline customers.

C. Alltel Meets the Additional Eligibility Criteria Adopted by the FCC in the ETC Criteria Order.

The FCC’s March 17, 2005 *ETC Criteria Order* established additional criteria that all ETC applicants must satisfy in order to be granted ETC status. The FCC found that an ETC applicant must demonstrate: (1) a commitment and ability to provide the supported services throughout the designated area; (2) the ability to remain functional in emergency situations; (3) that it will satisfy consumer protection and service quality standards; (4) that it offers local usage comparable to that offered by the incumbent LEC; and (5) an understanding that it may be required to provide equal access if all other ETCs in the designated service area relinquish their designations pursuant to Section 214(e)(4) of the Act.²⁵

1. Commitment and Ability to Provide the Supported Services:

Section 54.202(a)(1) of the FCC’s rules require an ETC applicant to demonstrate its commitment and ability to provide the supported services throughout the designated service area by: (a) committing to provide service throughout its proposed ETC designated service

²³ 47 C.F.R. § 54.101 (a)(9); see *Federal-State Joint Board Universal Service*, Fourth Order on Reconsideration, 13 FCC Rcd 5318, 5388 (1997).

²⁴ *First Report and Order*, 12 FCC Rcd at 8821-22.

area to all potential customers making a reasonable request for service; and (b) submitting a five-year plan demonstrating how high-cost universal service support will be used to improve the Company's coverage, service quality and capacity throughout the service area for which it seeks ETC designation.

a. Commitment to Serve All Customers Making a Reasonable Request for Service:

Alltel certifies that: (1) it will provide service throughout the proposed ETC area using its standard customer equipment and service offerings where available; or (2) if a request within Alltel's licensed service area but outside its existing network coverage is received from a potential customer, Alltel will follow the steps described in Section 54.202(a)(1)(a) of the FCC's rules. If, after following the steps specified therein, Alltel still cannot provide service, it will notify the requesting party and report the unfulfilled request to the Commission within 30-days after making such a determination. Furthermore, consistent with the requirement in Section 54.209(a)(3) of the FCC's rules, Alltel will annually report the number of requests from potential customers that were unfulfilled during the pervious year. Alltel submits that the above described service provisioning commitments satisfy the FCC's requirements in Section 54.202(a)(1)(a) and ensures that Alltel is responsive to consumers' needs in the ETC Service Area, while acting as a proper steward of available high-cost support funds.

b. Five-Year Service Improvement Plan:

Alltel submits its proposed five-year service improvement plan ("Plan"), attached hereto as Exhibit D, is in accordance with Section 54.202(a)(1)(b) of the FCC's rules. Alltel's Plan contains highly confidential information, and therefore, will be submitted separately in accordance with Section 0.459 of the Commission's rules. The Plan describes projected improvements in both the previously approved non-rural areas and the rural areas in which Alltel

²⁵ See *ETC Criteria Order*, 20 FCC Rcd at 6386-87.

seeks ETC designation in this Application. The capital expenditures in the Plan represent substantially greater levels of financial commitment than Alltel would commit in the absence of high-cost support. As represented in the Plan, Alltel also will incur expenses associated with upgrading, maintaining and operating its existing network in the ETC Service Area, which is an equally appropriate use of high-cost funds. Alltel submits that these plans must be flexible and are subject to change in response to general consumer demand, changes in technology and other appropriate factors. The priority under which each cell site is to be constructed is subject to change depending upon requests for service and other market factors. Alltel also commits to annually provide the Commission a progress report consistent with Section 54.209(a)(1) of the FCC's rules. Alltel believes the five-year plan attached hereto as Exhibit D satisfies the requirements of the FCC's rules and constitutes a good faith estimate of the universal service benefits – due to expanded coverage and improved signal and service quality – that rural and non-rural customers in the state of Alabama will enjoy if the Commission designates Alltel as an ETC in the requested areas.

2. Ability to Remain Functional in Emergency Situations:

Alltel is able to remain functional in emergency situations. Alltel's network is designed to remain functional in emergency situations. Alltel has adequate amounts of back-up power to ensure functionality without an external power source, is able to reroute traffic around damaged facilities and is capable of managing traffic spikes resulting from emergency situations.²⁶

Alltel has deployed fixed and portable back-up power generators at various locations throughout its network that can be deployed in emergency situations. These back-up power generators are capable of keeping a cell site up and running until power is restored to the

²⁶ See 47 C.F.R. § 54.202(a)(2).

cell site, until system changes are made to reroute traffic or until a cell site on wheels (“COWs”) is deployed. Alltel tests its back-up power generators regularly to ensure functionality. Alltel is capable of and will reroute traffic around damaged or out-of-service facilities by changing call routing translations as needed. Alltel also is able to deploy COWs as temporary cell sites when existing facilities are damaged or out of service for longer periods of time. Further, by changing call routing translations or deploying COWs, Alltel is able to manage traffic spikes throughout its network. As a long-term solution for managing increased traffic levels and traffic spikes, Alltel will increase capacity at its cell sites, switches and transport facilities.

Finally, in accordance with FCC rule Section 54.209(a)(6) of the FCC’s rules, Alltel will annually certify that it is able to function in emergency situations. Alltel also will fulfill the annual outage reporting requirement described in Section 54.209(a)(2) of the FCC’s rules. Section 54.209(a)(2) of the FCC’s rules requires an ETC applicant to submit detailed information on any outage of at least 30 minutes in duration that potentially affects (a) at least ten percent of the end users served in a designated service area; or (b) a 911 special facility. Specifically, such a report must include information detailing: (a) the date and time of onset of the outage; (b) a brief description of the outage and its resolution; (c) the particular services affected; (d) the geographic areas affected by the outage; (e) steps taken to prevent a similar situation in the future; and (f) the number of customers affected.²⁷

3. Consumer Protection:

Section 54.202(a)(3) of the FCC’s rules states that an ETC applicant must “demonstrate that it will satisfy applicable consumer protection and service quality standards.”²⁸ A commitment by wireless applicants to comply with the Cellular Telecommunications and

²⁷ See 47 C.F.R. § 54.209(a)(2).

²⁸ 47 C.F.R. § 54.202(a)(3).

Internet Association's Consumer Code for Wireless Service ("CTIA Consumer Code") will satisfy this requirement. Other commitments will be considered on a case-by-case basis. Alltel has already committed to abide by the CTIA Consumer Code for its entire wireless operations across the country, not simply those states in which it seeks ETC status. Although its commitment to this Code goes well beyond a simple inducement to the Commission for the grant of ETC status, Alltel specifically commits that, as an ETC, Alltel will abide by the CTIA Consumer Code with respect to its ETC Service Area.²⁹

In addition to its commitment to the CTIA Consumer Code, Alltel has taken several steps, on its own initiative, to further protect its customers and enhance service quality. For example, Alltel offers its customers an automatic one-minute credit for all dropped calls on its network. Alltel does not require a customer to call and report such instances. Instead, Alltel monitors its network for dropped calls and automatically credits customers' accounts for dropped calls. In another initiative, in recognition of the fact that changing circumstances and needs may require customers to opt for a different rate plan, Alltel offers its customers the ability to change rate plans at anytime without extending their current service contracts. These are two initiatives taken by Alltel to further protect its customers. As noted, if designated as an ETC, Alltel will satisfy the requirements in Sections 54.209(a)(5) and 54.209(a)(4) by annually certifying its compliance with the CTIA Consumer Code and annually reporting the number of customer complaints per thousand handsets.

4. Local Usage:

As described Section II.B.2 of this Application and as demonstrated in Exhibit C hereto, Alltel is committed to offering local usage plans comparable to those offered by the incumbent LEC in the service areas for which it seeks designation. Each of Alltel's service plans

²⁹ Alltel recently re-certified its compliance with the CTIA Consumer Code.

described in Exhibit C are within the scope of “comparability” as defined by the FCC in the *ETC Criteria Order*.³⁰ Further, Alltel will annually certify that it offers local usage plans that are comparable to those offered by the incumbent LEC in the relevant areas in accordance with Section 54.209(a)(7) of the FCC’s rules.

5. Equal Access:

In accordance with Section 54.202(a)(5) of the FCC’s rules, Alltel acknowledges that the Commission may require it to provide equal access to long-distance carriers in the event that no other ETC is providing equal access within the designated ETC Service Area.³¹ Further, pursuant to Section 54.209(a)(8), Alltel will file an annual certification acknowledging the fact that it may be required to provide equal access to long-distance carriers in the event that no other eligible telecommunications carrier is providing equal access within the service area.

D. Alltel Will Offer Supported Services Using a Combination of its Own Facilities and Resale of Another Carrier’s Services.

The Commission’s *Section 214(e)(6) Public Notice* established that a carrier requesting designation must certify that it offers the supported services “either using its own facilities or a combination of its own facilities and resale of another carrier’s services.”³² Alltel will provide the supported services using its own network infrastructure, consisting of antennas, cell sites, towers, trunkings, mobile switching and interconnection facilities. Alltel may, on a limited basis, provide service through resale of another carrier’s service in areas lacking adequate coverage. *See also* Exhibit A.

³⁰ *ETC Criteria Order*, 20 FCC Rcd at 6385.

³¹ 47 C.F.R. § 54.202(a)(5).

³² *Section 214 Public(e)(6) Public Notice*, 12 FCC Rcd at 22949.

E. Alltel Will Advertise its Universal Service Offering.

Alltel will advertise the availability of the supported services and the corresponding charges in a manner that fully informs the general public within the ETC Service Area of both the available services and the associated rates.³³ Alltel currently advertises its services through a variety of advertising media, including newspapers, television, radio, public exhibits and displays, and the Company website. Alltel will utilize the same media to advertise the universal service offerings throughout the ETC Service Area. Further, Alltel commits to advertise the availability of Lifeline and Link-Up discounts throughout the ETC Service Area.

III. Alltel Requests ETC Designation in the “Rural” Study Areas Within its Licensed Service Area in the State of Alabama.

Alltel, in its capacity as a provider of cellular services, is not a “rural telephone company” as that term is defined by 47 U.S.C. Section 153(37). Accordingly, Alltel is required to describe the geographic area in which it requests designation.³⁴ In this Application, Alltel requests ETC designation in the “rural” study areas depicted on the maps attached hereto as Exhibits E, F-2, G-2 and listed in Exhibits F and G, within its licensed service area in the state of Alabama.³⁵

Pursuant to Section 54.207 of the Commission’s rules, a “service area” is a “geographic area established by a state commission for the purpose of determining universal service obligations and support mechanisms.”³⁶ In an area served by a rural telephone company, the Commission’s rules define “service area” to mean the LEC study area unless a different

³³ *See id.*

³⁴ *Id.*

³⁵ As noted above, Alltel previously was designated as an ETC in the non-rural portions of its licensed territory in Alabama. *See supra* n.1.

³⁶ 47 C.F.R. § 54.207(a).

definition of service area is established for such company.³⁷ The rural ILEC study areas that Alltel serves in their entirety are set forth in Exhibit F attached hereto. The maps attached hereto as Exhibits F-1 and F-2 confirm that the rural study areas identified in Exhibit F are entirely within Alltel's licensed area. The Commission may designate Alltel as an ETC in those areas upon a finding that such designation is in the public interest (see Section V below).³⁸

In situations where Alltel is not licensed to serve a rural ILEC study area in its entirety, Alltel may be designated as an ETC once the Commission redefines the ILEC's service area in accordance with Section 54.207(c)(1) of the FCC's rules. As set forth in Section IV below, Alltel requests a redefinition of those rural ILEC study areas that it partially serves on a wire center by wire center basis. Where Alltel is not licensed to serve a rural ILEC study area in its entirety, Alltel requests that it be designated as an ETC only in those wire centers in which it provides service in its entirety. The wire centers that are not served or are only partially served within the rural ILECs' study areas are identified in Exhibits G and G-2 and should be excluded from Alltel's ETC Service Area.³⁹ Accordingly, where Alltel serves only a portion of a wire center, it does not request ETC status for that wire center. Since the Alabama PSC does not assert jurisdiction over CMRS carriers, including the designation of a cellular carrier as an ETC,⁴⁰ the Commission has jurisdiction to consider redefinition of the ILEC service areas in Alabama for ETC purposes, as set forth in Section IV below.

³⁷ See 47 C.F.R. § 54.207(b); *see also Multi-Association Group (MAG) Plan for Regulation of Interstate Services of Non-Price Cap Incumbent Local Exchange Carriers and Interexchange Carriers*, Fourteenth Report and Order, Twenty-Second Order on Reconsideration, and Further Notice of Proposed Rulemaking, 16 FCC Rcd 11244 (2001) ("MAG Fourteenth Report and Order").

³⁸ 47 U.S.C. § 214(e)(2).

³⁹ In column six of Exhibit G, "Yes" indicates that Alltel serves the applicable wire center in its entirety, and "No" indicates that Alltel either does not serve or only partially serves the applicable wire center.

⁴⁰ See Exhibit B.

IV. Alltel Requests that Affected Rural LEC Service Areas be Redefined.

Alltel requests that the Commission redefine the service areas of Alltel Alabama, Inc.,⁴¹ Butler Telephone Co. Inc, Frontier Communications of the South, Inc. and Millry Telephone Company (“Rural LECs”) on a wire center by wire center basis. However, to the extent that redefinition already has been granted in the above service areas to other carriers, the redefinition request should be treated as moot under the terms of the *Epic Touch Public Notice*.⁴²

Absent redefinition of these service areas, Alltel would be prohibited from being designated as a competitive ETC in any of the wire centers within these rural telephone company study areas where it can serve today. Redefinition of the service areas identified in Exhibits G, G-1 and G-2 on a wire center by wire center basis will foster competition and offer customers in the exchanges that are served by Alltel a competitive universal service offering. Further, redefinition of these areas will serve the public interest by bringing the benefits described in Section V to the areas that Alltel is licensed to serve.

Pursuant to Section 54.207(b)-(c) of the Commission’s rules,⁴³ a petition to redefine a rural LEC service area must include an analysis that takes into account the recommendations of the Federal-State Joint Board convened to provide recommendations with respect to the definition of a service area served by a rural telephone company. The *ETC Criteria Order* did not amend Section 54.207; this decision, however, added new Section 54.202(c) to the rules,

⁴¹ Alltel Alabama, Inc. and the Applicant are corporate affiliates by virtue of common ownership by Alltel Corporation.

⁴² FCC Public Notice, *Dismissal of Epic Touch Co.’s Petition for Redefinition of Service Area of Pioneer Telephone Association, Inc.* DA 05-2431, CC Docket No. 96-45 (rel. Sept. 8, 2005). In this *Public Notice*, the Commission dismissed as moot Epic Touch Co.’s petition with the Commission for redefinition of Pioneer Telephone Association, Inc.’s service area since redefinition of this service area already had been granted as a result of another carrier’s petition. As such, the *Public Notice* indicates that once redefinition is granted of a service area to one carrier, no further redefinition approval is required from a different carrier for that service area.

⁴³ 47 C.F.R. § 54.207(b)-(c).

which specifies that “in instances where an [ETC] applicant seeks designation below the study area level of a rural telephone company, the Commission shall also conduct a creamskimming analysis that compares the population density of each wire center in which the [ETC] applicant seeks designation against that of the wire centers in the study area in which the [ETC] applicant does not seek designation.”⁴⁴ This requirement is consistent with the first prong of the analysis laid out by the Joint Board, as required by Section 54.207(b). As discussed below, Alltel’s request meets the requirements of Sections 54.202(c) and 54.207.

In the *Recommended Decision* that laid the foundation for the Commission’s *First Report and Order*,⁴⁵ the Federal-State Joint Board enumerated three factors to be considered when redefining a rural service area. The first factor, as noted above, is whether the competitive carrier is attempting to “creamskim” by only proposing to serve the lowest cost exchanges.⁴⁶ As a wireless carrier, Alltel is restricted to providing service in those areas where it is licensed by the Commission. Alltel intends to exclude certain wire centers only because they fall outside of Alltel’s licensed area. Exhibits G-1 and G-2 clearly illustrate the fact that Alltel is seeking to exclude only wire centers that fall outside of its licensed area. It is clear there is no deliberate effort by Alltel to creamskim by picking and choosing the lowest cost exchanges. Alltel’s requested ETC area is based solely upon its licensed service area.

⁴⁴ 47 C.F.R. § 54.202(c). The rule prescribes the creamskimming analysis as part of the public interest analysis. To avoid repetition, the discussion of creamskimming is contained solely in this redefinition section. *See also infra* section V.C. (cross-referencing the instant discussion).

⁴⁵ *Federal-State Joint Board on Universal Service*, Recommended Decision, 12 FCC Rcd 87 (1996) (“*Joint Board Recommended Decision*”).

⁴⁶ *Id.* at 179-80.

In *Virginia Cellular*, the FCC elaborated on its creamskimming analysis by relying on population density data that was submitted to demonstrate a lack of creamskimming effects.⁴⁷ This population density analysis has since been codified in Section 54.202(c). The population density data set forth in Exhibit H demonstrates that redefinition of the Alabama ILEC service areas will not result in creamskimming effects. As demonstrated in Exhibit H, the population density data establishes that the average population density of the Butler Telephone and Frontier Communications of the South (“Frontier”) wire centers “served” by Alltel statewide is 28.97 and 32.08 persons per square mile, and therefore is only slightly higher than the average population density of the Butler Telephone and Frontier wire centers that are “not served,” which is 16.61 and 10.40 persons per square mile. This difference is not significant when compared with the magnitude of the differences found to raise creamskimming concerns in *Virginia Cellular* and *Highland Cellular*.⁴⁸ Further, the portion of Frontier’s study area that Alltel serves includes the three lowest-density wire centers in the study area (Catherine, Huxford and Vredenburgh), all of which are considerably less dense (5.38, 10.46 and 7.71 persons per square mile, respectively) than the average density of the served area (16.61 persons per square mile).

The population densities in the served wire centers of the Alltel Alabama, Inc. and Millry Telephone Co. study areas (50.14 and 12.85 persons per square mile, respectively) are actually *lower* than the densities in the unserved wire centers (100.20 and 16.48 persons per square mile, respectively). Moreover, the population density of the “served” areas for all the Rural LECs in the aggregate (27.92 persons per square mile) is actually *lower* than the population density in the

⁴⁷ *Virginia Cellular, LLC, Petition for Designation as an Eligible Telecommunications Carrier In the Commonwealth of Virginia*, Memorandum Opinion and Order, CC Docket No. 96-45, 19 FCC Rcd 1563, 1578-80 (2004) (“*Virginia Cellular*”).

⁴⁸ *See id.* at 1579-80 (finding that it would not be in the public interest to designate Virginia Cellular in NTELOS’ study area because the population density in the served wire center would be approximately 273 persons per square mile, while the average population density of the remaining wire centers would be 33 persons per square).

“unserved” areas (39.75 persons per square mile). Thus, redefinition of those study areas listed in Exhibit G on a wire center by wire center basis will not harm the Rural LECs’ ability to serve their entire study area or otherwise raise concerns of creamskimming effects.⁴⁹

Second, the Joint Board urged the Commission to consider the rural carrier’s special status under the Telecommunications Act of 1996.⁵⁰ Alltel submits that a Commission decision to designate Alltel as an ETC in the rural LEC areas in this proceeding will not affect or prejudice any future action the Commission may take with respect to the rural LECs’ special status as a rural telephone company, which is afforded pursuant to Section 251 of the Act. Further, because the Commission must weigh the relevant factors and consider the manner in which the public interest is affected prior to designating Alltel as an ETC pursuant to Section 214(e)(2), the Commission’s public interest evaluation would duly recognize the special status of the rural LECs.

Finally, the Federal-State Joint Board recommended that the FCC consider the administrative burden a rural LEC would face by calculating its costs on a basis other than its entire study area.⁵¹ In the instant case, Alltel is proposing to redefine rural LEC service areas solely for ETC designation purposes. Redefining service areas for ETC purposes will in no way impact the way the affected rural LECs calculate their costs, but it is solely to determine the LEC area in which Alltel is to be designated as an ETC. Further, LECs may disaggregate their study

⁴⁹ In the event the Commission concludes that the population density disparity between the served and the unserved portions of any of these study areas is sufficiently great to present creamskimming concerns, Alltel proposes to withdraw certain dense wire centers from the proposed ETC Service Area in order to equalize the density between the served and the unserved areas.

⁵⁰ *Joint Board Recommended Decision*, 12 FCC Rcd at 180.

⁵¹ *Id.*

areas to reallocate high-cost loop support payments pursuant to the FCC's *MAG Order*.⁵² Accordingly, redefining rural LEC service areas as proposed herein will not impose any additional burdens on the rural LECs.

V. Granting This Application Will Serve the Public Interest.

Prior to designating an eligible telecommunications carrier, the Commission must determine that such a designation is in the public interest.⁵³ The Commission, in the *ETC Criteria Order*, codified a fact-specific public interest analysis it had developed in prior orders as the appropriate process for determining that an ETC designation is in the public interest. The Commission determined that, in the case of an applicant seeking designation in an area served by a rural telephone company, it will consider the benefits of increased consumer choice, and the unique advantages and disadvantages of the applicant's service offering, as well as creamskimming issues when redefinition is requested. As demonstrated below, the Commission should find that designating Alltel as an ETC will serve the public interest.

A. Benefits of Increased Consumer Choice.

The FCC has recognized that designation of wireless ETCs promotes competition and benefits consumers in rural, high-cost areas by increasing consumer choice, availability of innovative services and deployment of new technologies. Designating Alltel as an ETC in these rural areas will bring to rural customers the benefits described above that are otherwise available mostly to urban customers. Availability of universal service funds will enable Alltel to improve

⁵² *Multi-Association Group (MAG) Plan for Regulation of Interstate Services of Non-Price Cap Incumbent Local Exchange Carriers and Interexchange Carriers; Federal-State Joint Board on Universal Service*, Second Report and Order and Further Notice of Proposed Rulemaking in CC Docket No. 00-256, Fifteenth Report and Order in CC Docket No. 96-45, and Report and Order in CC Docket Nos. 98-77 and 98-166, 16 FCC Rcd 19613 (2001).

⁵³ 47 U.S.C. § 214(e)(6); 47 C.F.R. § 54.202(c).

service quality and coverage in areas that it currently serves, and expand its services into areas that would not be economically feasible to serve absent universal service funding.

Universal service funding will enable Alltel to continue to operate and maintain a higher number of cell sites in high-cost, low-density areas. Upon ETC designation, Alltel will offer qualifying customers a choice in their Lifeline/Link-Up provider. The mobility of wireless service will offer qualifying Lifeline/Link-Up customers an alternative means of communications that they do not currently enjoy. Further, improving and expanding the choices available to consumers will not only strengthen inter-modal wireless/wireline competition but also increase intra-modal wireless competition to the benefit of telecommunications customers throughout Alabama. Finally, increased competition in the rural areas provides incentives to incumbent service providers to achieve new operating efficiencies and introduce additional choices, higher quality and better value to their customers.

B. Unique Advantages and Disadvantages of Alltel's Service Offering.

Designating Alltel as an ETC will also bring customers the unique advantages of mobility. The FCC recognized the unique advantages of mobility when it stated that:

[T]he mobility of telecommunications assists consumers in rural areas who often must drive significant distances to places of employment, stores, schools, and other critical community locations. In addition, the availability of a wireless universal service offering provides access to emergency services that can mitigate the unique risks of geographic isolation associated with living in rural communities.⁵⁴

Further, because Alltel's local calling areas are significantly larger than those of the incumbent LEC, Alltel's customers will be subject to fewer toll charges and be able to communicate across greater distances more frequently. Alltel will make available several offerings to its customers with varying amounts of local calling and different local calling areas,

⁵⁴ *Virginia Cellular*, 19 FCC Rcd at 1576.

allowing customers to choose a universal service offering that best suits their particular calling needs.

The Commission has acknowledged that the disadvantages of wireless service may include dropped calls and poor coverage.⁵⁵ However, the FCC found that Virginia Cellular's assurances to build new towers to improve coverage, its commitments to comply with the CTIA Code for Wireless Service and annually report the number of complaints per thousand handsets, adequately addressed any concerns about the quality of Virginia Cellular's service.⁵⁶ Alltel understands that its business is built on customer satisfaction as evidenced by its recent initiative to voluntarily credit customers' accounts for dropped calls. Further, Alltel is a signatory to the CTIA Consumer Code for its entire operations, not only its ETC designated areas.

In addition, Alltel commits to maintain and construct cell sites in order to improve coverage, service quality and capacity. Attached as Exhibit D is Alltel's five-year plan demonstrating how high-cost universal service support will be used to improve its network. Finally, as described in Section II.C.1 of this Application, Alltel has committed to respond to reasonable requests for service from potential customers that are within its ETC Service Area, as required by Section 54.202(a)(1)(A) of the Commission's rules. In instances where a request for service is received from a potential customer within the ETC area but outside Alltel's existing network coverage, Alltel has committed to take the steps required by the rules to respond to such a request. Alltel's commitments to a network improvement plan and to respond to reasonable requests for service within the designated area mitigate any concerns that may exist regarding Alltel's network quality. Thus, grant of this petition will serve the public interest.

⁵⁵ *Id.* at 1576-77

⁵⁶ *Id.*

C. Creamskimming.

As demonstrated in detail in Section IV of this Application and Exhibit H attached hereto, there is no evidence of intentional creamskimming by Alltel, or creamskimming effects, in the two study areas that Alltel serves partially. Therefore, designating Alltel as an ETC is in the public interest and the Commission should expeditiously proceed to grant this Petition.

VI. High-Cost Certification.

Under Sections 54.313 and 54.314 of the Commission's rules, carriers wishing to obtain high-cost support must either be certified by the appropriate state commission or, where the state commission does not exercise jurisdiction, must self-certify with the FCC and the Universal Service Administration Corporation ("USAC") their compliance with Section 254(e) of the Act. As explained above, the Alabama PSC does not exercise jurisdiction over CMRS carriers such as Alltel. Therefore, in accordance with Sections 54.313(b) and 54.314(b) of the FCC's rules, Alltel commits to use available federal high-cost support for its intended purposes – the provision, maintenance and upgrading of facilities serving the areas for which support is intended.⁵⁷ See Exhibit A.

Additionally, Alltel has submitted its high-cost certification with the FCC and USAC. A copy of this certification is attached hereto as Exhibit I. Alltel respectfully requests that the Commission issue a finding that Alltel has met the high-cost certification requirement and that Alltel is, therefore, entitled to begin receiving high-cost support as of the date it receives a grant of ETC status in order that funding will not be delayed.⁵⁸

⁵⁷ 47 U.S.C. § 254(e); 47 C.F.R. §§ 54.313, 54.314.

⁵⁸ See 47 C.F.R. § 54.307(d); see also *Guam Cellular and Paging, Inc. Petition for Waiver of FCC Rule Section 54.314 of the Commission's Rules and Regulations*, Order, 18 FCC Rcd 7138 (2003).

VII. Anti-Drug Abuse Certification.

Alltel certifies that no party to this petition is subject to a denial of federal benefits, including FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862. *See also* Exhibit A.

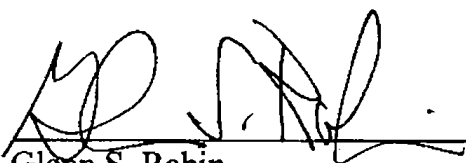
VIII. Conclusion.

Alltel respectfully request the Commission to designate it as an ETC on an expedited basis.

Respectfully submitted,

Alltel Communications, Inc.

By:



Glenn S. Rabin
Vice President
Federal Communications Counsel
Alltel Corporation
601 Pennsylvania Avenue, N.W.
Suite 720
Washington, D.C. 20004
(202) 783-3970

Date: October 13, 2005

EXHIBIT A

DECLARATION

AFFIDAVIT

I, Glenn S. Rabin, do hereby declare under penalty of perjury as follows:

1. I am the authorized representative of Alltel Communications, Inc. ("Alltel" or the "Company") in charge of Alltel's Petition for Designation as an Eligible Telecommunications Carrier ("ETC") in the State of Alabama. This affidavit is submitted in support of that Petition.
2. Alltel is authorized to provide cellular radiotelephone service in the State of Alabama and is authorized to provide service in the requested ETC area described in its Application.
3. Alltel meets the criteria for ETC designation as explained herein.
4. Alltel is a "common carrier" for purposes of obtaining ETC designation pursuant to 47 U.S.C. § 214(e)(1). A "common carrier" is generally defined in 47 U.S.C. § 153(10) as a person engaged as a common carrier on a for-hire basis in interstate communications by wire or radio. Section 20.9(a)(7) of the Commission's Rules provides that cellular service is a common carrier service. *See* 47 C.F.R. § 20.9(a)(7).
5. Alltel currently offers and is able to provide the services and functionalities identified in 47 C.F.R. § 54.101(a). Each of these services and functionalities is discussed more fully below.
 - a. Voice-grade access to the public switched telephone network. The FCC concluded that voice-grade access means the ability to make and receive phone calls, within a bandwidth of approximately 2700 Hertz frequency range. *See Federal-State Joint Board on Universal Service*, First Report and Order, 12 FCC Rcd 8776, 8810-11 (1997) ("*Universal Service Order*"). Alltel meets this requirement by providing voice-grade access to the public switched telephone network. Through its interconnection arrangements with local telephone companies, all customers of Alltel are able to make and receive calls on the public switched telephone network within the specified bandwidth.
 - b. Local Usage. Beyond providing access to the public switched network, an ETC must include local usage as part of a universal service offering. Although the FCC had previously deferred a determination on the amount of local usage carriers would be required to provide as part of its universal service offering, it recently declined to adopt a specific local usage threshold. *See Federal-State Joint Board on Universal Service*, Report and Order, 20 FCC Rcd 6371, 6385 (2005). The FCC concluded that a competitive ETC should offer a local usage plan comparable to the one offered by the incumbent Local Exchange Carrier (LEC) in the service areas for which it seeks ETC designation. Alltel will meet such a requirement by offering rate plans that include a predetermined level of local usage within a substantially larger local calling area than the incumbent LEC. Alltel meets the FCC's local usage requirement by offering customers (a) local

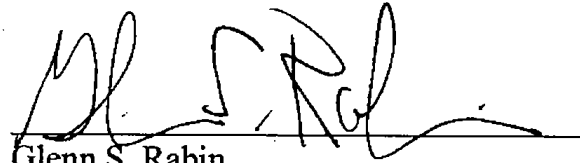
usage plans which include a predetermined level of local usage; and (b) a universal service offering that provides a comparable value to the one offered by the incumbent LEC.

- c. Dual-tone, multi-frequency ("DTMF") signaling, or its functional equivalent. DTMF is a method of signaling that facilitates the transportation of call set-up and call detail information. Consistent with the principles of competitive and technological neutrality, the FCC permits carriers to provide signaling that is functionally equivalent to DTMF in satisfaction of this service requirement. 47 C.F.R. § 54.101(a)(3). Alltel currently uses out-of-band digital signaling and in-band multi-frequency ("MF") signaling that is functionally equivalent to DTMF signaling. Alltel therefore meets the requirement to provide DTMF signaling or its functional equivalent.
- d. Single-party service or its functional equivalent. "Single-party service" means that only one party will be served by a subscriber loop or access line in contrast to a multi-party line. *Universal Service Order* at 8810. The FCC concluded that a wireless provider offers the equivalent of single-party service when it offers a dedicated message path for the length of a user's particular transmission. *Universal Service Order* at 8810. Alltel meets the requirement of single-party service by providing a dedicated message path for the length of all customer calls.
- e. Access to emergency services. The ability to reach a public emergency service provider by dialing 911 is a required service in any universal service offering. Phase I E-911, which includes the capability of providing both automatic numbering information ("ANI") and automatic location information ("ALI"), is only required if a public emergency service provider makes arrangements with the local provider for the delivery of such information. Alltel currently provides all of its customers with access to emergency service by dialing 911 in satisfaction of the basic 911 requirement, and either provides, or will provide subscribers with Phase I and Phase II E-911 services in accordance with the deployment schedules agreed to by Alltel and the local emergency service provider.
- f. Access to operator services. Access to operator services is defined as any automatic or live assistance provided to a consumer to arrange for the billing or completion, or both, of a telephone call. *Universal Service Order* at 8817-18. Alltel meets this requirement by providing all of its customers with access to operator services provided by either the Company or other entities (e.g., LECs, IXC's, etc.).
- g. Access to interexchange services. A universal service provider must offer consumers access to interexchange service to make and receive toll or interexchange calls. Equal access, however, is not required. "The FCC do[es] not include equal access to interexchange service among the services supported by universal service mechanisms." *Universal Service Order* at 8819. Alltel presently meets this requirement by providing all of its customers with the ability to make and receive interexchange or toll calls through direct interconnection arrangements the Company has with IXC's.

- h. Access to directory assistance. The ability to place a call to directory assistance is a required service offering. *Universal Service Order* at 8821. Alltel meets this requirement by providing all of its customers with access to directory assistance by dialing “411” or “XXX-555-1212”.
 - i. Toll limitation for qualifying low-income consumers. An ETC must offer either “toll control” or “toll blocking” services to qualifying Lifeline customers at no charge. The FCC no longer requires an ETC to provide both services as part of the toll limitation service required under 47 C.F.R. § 54.101(a)(9). *See Universal Service Fourth Order on Reconsideration*, 13 FCC Rcd 5318 (1997). In particular, all ETCs must provide toll blocking, which allows customers to block the completion of outgoing toll calls. *Universal Service Order* at 8821-22. Alltel currently has no Lifeline customers because only carriers designated as an ETC can participate in Lifeline. *See* 47 C.F.R. §§ 54.400-415. Once designated as an ETC, Alltel will participate in Lifeline as required, and will provide toll blocking capability in satisfaction of the FCC’s requirement. Alltel currently has the technology to provide toll blocking and will use this technology to provide the service to its Lifeline customers, at no charge, as part of its universal service offerings.
6. ANTI-DRUG ABUSE CERTIFICATION. To the best of my knowledge, no party to the Application, nor any of their officers, directors, or persons holding 5% or more of the outstanding stock or shares (voting and/or non-voting) as specified in 1.2002(b) of the Commission’s rules, are subject to a denial of federal benefits, including Commission benefits, pursuant to Section 5301 of the Anti-Drug Abuse of 1988, 21 V.S.C. § 862.

7. I declare under penalty of perjury that the foregoing is true and correct. Executed on October 13, 2005.

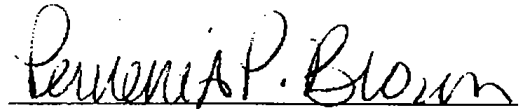
Alltel Communications, Inc.



Glenn S. Rabin
Vice President
Federal Communications Counsel
Authorized Representative

Alltel Corporation
601 Pennsylvania Avenue, N.W.
Suite 720
Washington, D.C. 20004
(202) 783-3970

Subscribed and sworn to before me
This 13th day of October, 2005.



Notary Public


 **PERENNA BROWN**
Notary Public of District of Columbia
My Commission Expires July 14, 2006

EXHIBIT B

**STATEMENT FROM
ALABAMA PUBLIC SERVICE COMMISSION
THAT IT LACKS JURISDICTION OVER
CMRS APPLICATIONS**

Alabama Public Service Commission

Orders

PINE BELT CELLULAR, INC. and PINE BELT PCS, INC.,

Joint Petitioners

PETITION: For ETC status and/or clarification regarding the jurisdiction of the Commission to grant ETC status to wireless carriers.

DOCKET U-4400

ORDER

BY THE COMMISSION:

In a joint pleading submitted on September 11, 2001, Pine Belt Cellular, Inc. and Pine Belt PCS, Inc. (collectively referred to as "Pine Belt") each notified the Commission of their desire to be designated as universal service eligible telecommunications carriers ("ETCs") for purposes of providing wireless ETC service in certain of the non-rural Alabama wireline service territories of BellSouth Telecommunications, Inc. ("BellSouth") and Verizon South, Inc. ("Verizon"). The Pine Belt companies noted their affiliation with Pine Belt Telephone Company, a provider of wireline telephone service in rural Alabama, but clarified that they exclusively provide cellular telecommunications and personal communications (collectively referred to as "CMRS" or "wireless") services in their respective service areas in Alabama in accordance with licenses granted by the Federal Communications Commission ("FCC"). The pivotal issue raised in the joint pleading of Pine Belt companies is whether the Commission will assert jurisdiction in this matter given the wireless status of the Pine Belt companies.

As noted in the filing of the Pine Belt companies, state Commissions have primary responsibility for the designation of eligible telecommunications carriers in their respective jurisdictions for universal service purposes pursuant to 47 USC §214(e). The Commission indeed established guidelines and requirements for attaining ETC status in this jurisdiction pursuant to notice issued on October 31, 1997.

For carriers not subject to state jurisdiction, however, §214(e)(6) of the Telecommunications Act of 1996 provides that the FCC shall, upon request, designate such carriers as ETCs in non-rural service territories if said carriers meet the requirements of §214(e)(1). In an FCC Public Notice released December 29, 1997 (FCC 97-419) entitled "Procedures for FCC designation of Eligible Telecommunications Carriers pursuant to §214(e)(6) of the Telecommunications Act", the FCC required each applicant seeking ETC designation from the FCC to provide, among other things, "a certification and brief statement of supporting facts demonstrating that the Petitioner is not subject to the jurisdiction of a state Commission."

The Pine Belt companies enclosed with their joint pleading completed ETC application forms as developed by the Commission. In the event the Commission determines that it does not have jurisdiction to act on the Pine Belt request for ETC status, however, the Pine Belt companies seek an affirmative written statement from the Commission indicating that the Commission lacks jurisdiction to grant them ETC status as wireless carriers.

The issue concerning the APSC's jurisdiction over providers of cellular services, broadband personal communications

services, and commercial mobile radio services is one that was rather recently addressed by the Commission. The Commission indeed issued a Declaratory Ruling on March 2, 2000, in Docket 26414 which concluded that as the result of certain amendments to the Code of Alabama, 1975 §40-21-120(2) and (1)(a) effectuated in June of 1999, the APSC has no authority to regulate, *in any respect*, cellular services, broadband personal communications services and commercial mobile radio services in Alabama. Given the aforementioned conclusions by the Commission, it seems rather clear that the Commission has no jurisdiction to take action on the Application of the Pine Belt companies for ETC status in this jurisdiction. The Pine Belt companies and all other wireless providers seeking ETC status should pursue their ETC designation request with the FCC as provided by 47 USC §214(e)(6).

IT IS, THEREFORE, ORDERED BY THE COMMISSION, That the Commission's jurisdiction to grant Eligible Telecommunications Carrier status for universal service purposes does not extend to providers of cellular services, broadband personal communications services, and commercial mobile radio services. Providers of such services seeking Eligible Telecommunications Carrier status should accordingly pursue their requests through the Federal Communications Commission.

IT IS FURTHER ORDERED, That this Order shall be effective as of the date hereof.

DONE at Montgomery, Alabama, this 12th day of March, 2002.

ALABAMA PUBLIC SERVICE COMMISSION

Jim Sullivan, President

Jan Cook, Commissioner

George C. Wallace, Jr., Commissioner

ATTEST: A True Copy

Walter L. Thomas, Jr., Secretary



STATE OF ALABAMA
ALABAMA PUBLIC SERVICE COMMISSION
P.O. BOX 991
MONTGOMERY, ALABAMA 36101-0991

October 19, 2001

JIM SULLIVAN, PRESIDENT

JAN COOK, ASSOCIATE COMMISSIONER

GEORGE C. WALLACE, JR., ASSOCIATE COMMISSIONER

WALTER L. THOMAS, JR.

SECRETARY

Phyllis A. Whitten
Swidler Berlin, Shereff Friedman, LLP
3000 K Street, NW, Suite 300
Washington, DC 20007-5116

Dear Ms. Whitten:

I am in receipt of the Application for ETC Status and Request for Clarification Regarding Jurisdiction which you filed with the Alabama Public Service Commission (the "APSC") on September 11, 2001, on behalf of your clients Pine Belt Cellular, Inc. and Pine Belt PCS, Inc. (collectively "Pine Belt" or the "Pine Belt companies"). As noted in your filing, both Pine Belt companies are affiliated with Pine Belt Telephone Company, a provider of wireline telephone service in Alabama.

I understand from your filing that the Pine Belt companies provide cellular telecommunications and personal communications (collectively referred to as "CMRS" or "wireless") services within Alabama in accordance with licenses granted by the Federal Communications Commission (the "FCC"). According to your representations, the service territories of the Pine Belt companies in Alabama include Alabama Rural Service Area 3B3 for cellular services and the Selma basic trading area (FCC market B415) for personal communications services.

3 B 2

As recognized in your filing, state commissions have primary responsibility under 47 USC §214(e) for the designation of eligible telecommunications carriers ("ETCs") in their respective jurisdictions for universal service purposes. The APSC established the guidelines and requirements for attaining ETC status in this jurisdiction pursuant to notice issued on October 31, 1997. As a threshold matter, your filing seeks clarification as to whether the APSC will assert jurisdiction over each Pine Belt company's request to be designated as a universal service eligible telecommunications carrier to provide wireless ETC service in the non-rural Alabama wireline service territories of BellSouth Telecommunications, Inc. and Verizon South, Inc.

The issue concerning the APSC's jurisdiction over providers of cellular services, broadband personal communications services and commercial mobile radio services is one that was rather recently addressed by the APSC. The APSC indeed issued a Declaratory Ruling on March 2, 2000, in Docket 26414 which concluded that as the result of certain amendments to the Code of Alabama, 1975 §40-21-120(2) and (1)(a) effectuated in June

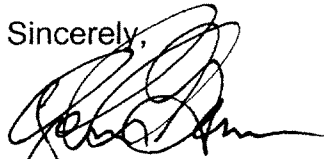
PHYLLIS A. WHITTEN
OCTOBER 19, 2001
PAGE #2

of 1999, the APSC has no authority to regulate *in any respect* cellular services, broadband personal communications services and commercial mobile radio services in Alabama.

Given the above conclusion by the APSC, it seems rather clear that the APSC has no jurisdiction to take action on the Application of the Pine Belt companies for ETC status in this jurisdiction to provide wireless ETC service in the non-rural Alabama wireline service territories of BellSouth Telecommunications, Inc. and Verizon South, Inc. The Pine Belt companies should instead pursue their ETC designation request with the FCC as provided by 47 USC §214(e)(6).

Although the views expressed herein are those of your writer and do not necessarily constitute an official action of the APSC, I am confident that this writing provides the clarification you requested concerning the ETC designation request of your clients. Should you need further clarification in order to pursue ETC designations for the Pine Belt companies at the FCC, please do not hesitate to contact me at (334) 242-5200.

Sincerely,

A handwritten signature in black ink, appearing to read "John A. Garner", written over a horizontal line.

John A. Garner
Administrative Law Judge

JAG:klr

EXHIBIT C

**DESCRIPTION OF ALLTEL'S
CURRENT RATE PLANS
IN THE STATE OF ALABAMA**

Total Freedom®

Select a Plan



COMPARE PLANS



PRINT

The Total Freedom wireless plan from Alltel features our largest coverage area and eliminates long-distance and roaming fees in all 50 states. When you connect with Total Freedom, you're free to call from anywhere to anywhere across the entire U.S.



VIEW LARGER

Sign up today and receive

- Our largest coverage area
- Free nationwide long distance
- Free nationwide roaming

Plan features include

- Basic Voice Mail
- Caller ID
- 3-Way Calling
- No Answer Transfer
- Call Forwarding
- Call Waiting
- Pay-Per-Use Messaging (8¢ Outgoing or Incoming)

Total Freedom Plans	\$39.99	\$49.99	\$59.99	\$79.99	\$99.99	\$149.99	\$199.99	\$299.99
Included Anytime Minutes	200	350	500	650	900	1500	2000	3000
Night and Weekend Home Minutes*	1000	1000	1000	1000	1000	1000	1000	1000
Mobile-to-Mobile Home Minutes**	1000	1000	1000	1000	1000	1000	1000	1000
Add'l Minute Rate	40¢	40¢	40¢	35¢	25¢	25¢	25¢	20¢

A \$20 non-refundable activation fee will apply.

*Night minutes are Mon. — Thurs. 9 p.m. — 5:59 a.m. Weekend minutes are Fri. 9 p.m. — Mon 5:59 a.m. Night and Weekend minutes available in the Total Freedom coverage area. Minutes must be used each month and do not carry over.

**Mobile-to-Mobile minutes apply to calls made to and from Alltel wireless customers that originate and terminate within the Total Freedom coverage area. Call forwarding, 411 and Voice Mail calls excluded.

One-year and two-year service agreements available.

Please note: Some included features and add-ons may not be available in certain areas.

[Explanation of Fees & Services](#) | [Service Agreement](#)



Start Today

Call 1-866-Alltel7

Find a store near you

Available Add-ons

Touch2TalkSM

\$5-15 per month

Call Home Free

Share Your Minutes

\$9.99 per month on select

Enhanced Voice Mail

\$5 per month

ProductGuardSM

\$4 per month

Mr. Rescue[®]

\$3 per month

Directory Plus

\$1.25 per call plus airtime

Extended Night Minutes

\$7 per month

[> MORE](#)

Add Lines for \$9.99

Share your minutes on up to 4 lines!

\$9.99

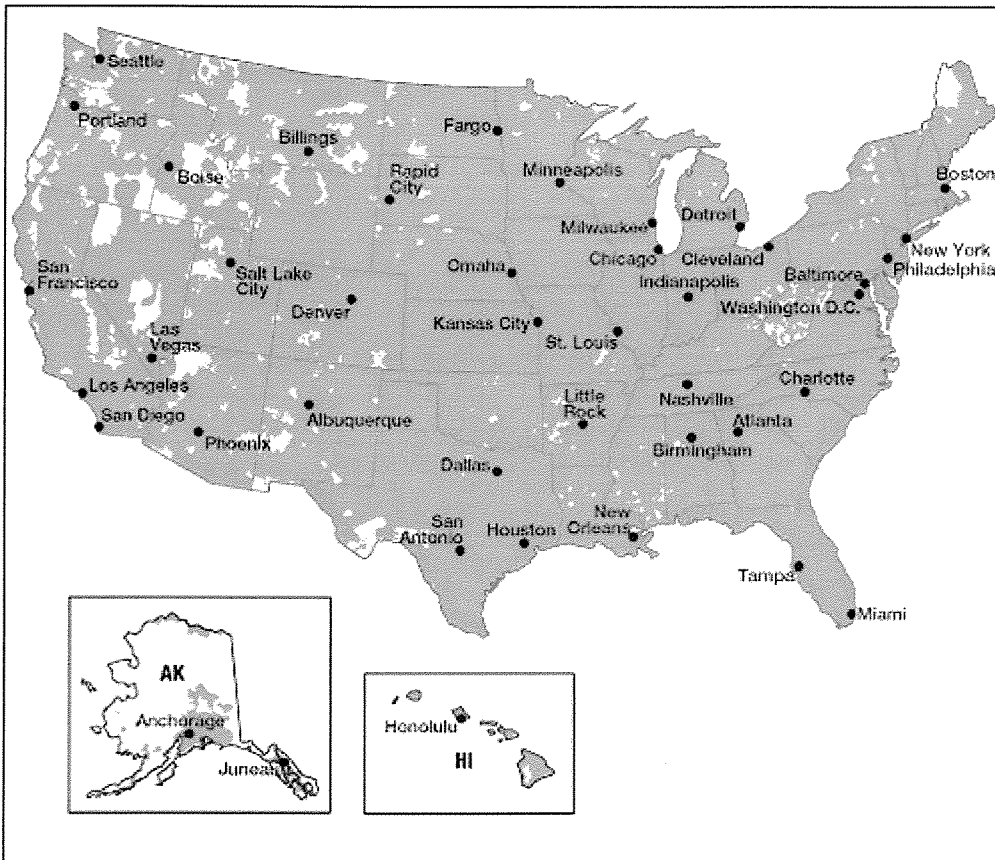
[> MORE](#)

Stay in touch worldwide

Call Internationally

[> MORE](#)





National Freedom®

Select a Plan

COMPARE PLANS

PRINT

National Freedom from Alltel offers extensive coverage at great rates. With this flexible plan, you're free to make calls to major U.S. cities and surrounding metropolitan areas in the Alltel national network — all without additional roaming or long-distance fees.



VIEW LARGER

Sign up today and receive

- Extensive coverage including major U.S. cities
- Free nationwide long distance
- Free roaming near major cities

Plan features include

- Basic Voice Mail
- Caller ID
- 3-Way Calling
- No Answer Transfer
- Call Forwarding
- Call Waiting
- Pay-Per-Use Messaging (8¢ Outgoing or Incoming)

National Freedom Plans	\$39.99	\$49.99	\$79.99	\$99.99	\$149.99	\$199.99
Included Anytime Minutes	500	1000	1350	2000	3000	4000
Night and Weekend Minutes*	1000	unlimited	unlimited	unlimited	unlimited	unlimited
Mobile-to-Mobile Minutes**	1000	unlimited	unlimited	unlimited	unlimited	unlimited
Add'l Minute Rate	40¢	40¢	35¢	25¢	25¢	25¢

A \$20 non-refundable activation fee will apply. The Alltel National Freedom Network covers most U.S. cities. Coverage may not be available in all areas. National Freedom customers calling Puerto Rico coverage area may be subject to long-distance charges.

*Night minutes are Mon. - Thurs. 9 p.m. - 5:59 a.m. Weekend minutes are Fri. 9 p.m. - Mon 5:59 a.m. Minutes must be used each month and do not carry over.

**Mobile-to-Mobile minutes apply to calls made to and from Alltel wireless customers that originate and terminate within the National Freedom network coverage area. Call forwarding, 411 and Voice Mail calls excluded.

One-year and two-year service agreements available.

Please note: Some included features and add-ons may not be available in certain areas.

[Explanation of Fees & Services](#) | [Service Agreement](#)



Start Today

Call 1-866-Alltel7

Find a store near you

Available Add-ons

Touch2TalkSM
\$5-15 per month

FreeToRoam[®] Minutes
\$10 per month

Call Home Free

Share Your Minutes
\$9.99 per month on select plans

Extended Night Minutes
\$7 per month

> MORE

Special terms and conditions apply.



Touch2TalkSM

Walkie-talkie service across the Alltel network.

> MORE

Get 2 Lines for \$75

Share 1000 nationwide minutes.

> MORE

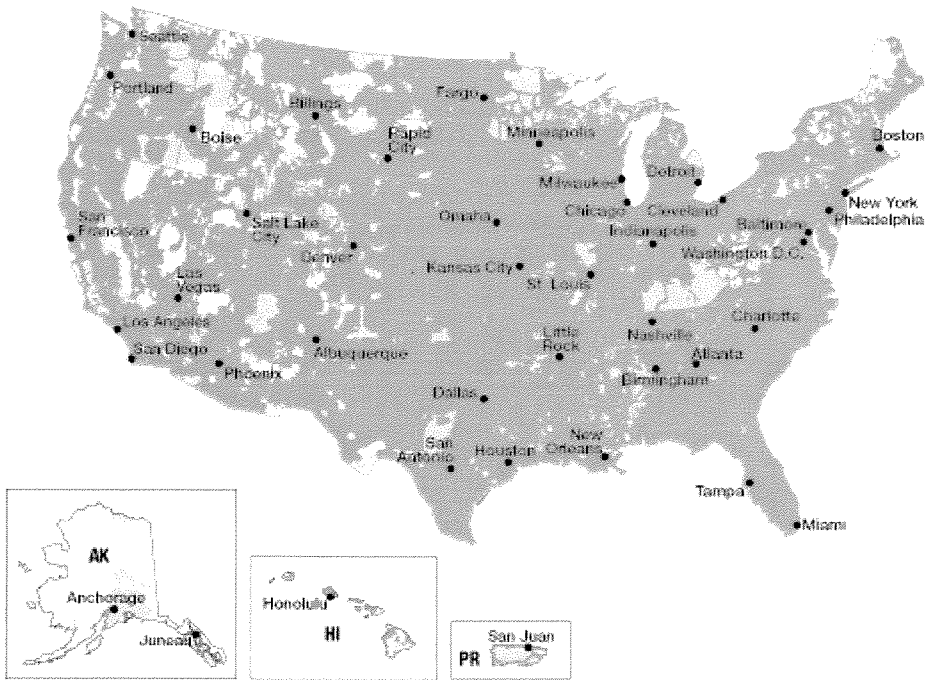


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Call Internationally

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Greater FreedomSM

Select a Plan

COMPARE PLANS

PRINT

The Greater Freedom wireless plan from Alltel is the best value for those who keep calls local. You'll receive great coverage in your large local area and when you need to call outside your network, extended coverage is at your fingertips.

VIEW YOUR COVERAGE

Enter Zip Code > GO

Sign up today and receive

- Large local coverage area
- Best value for local callers
- Free nationwide long distance*

Plan* features include

- Basic Voice Mail
- Caller ID
- 3-Way Calling
- No Answer Transfer
- Call Forwarding
- Call Waiting
- Pay-Per-Use Messaging (8¢ Outgoing or Incoming)

*Included on plans \$39.99 and higher.

Greater Freedom Plans	\$29.99	\$39.99	\$49.99	\$59.99	\$79.99	\$99.99	\$149.99	\$199.99
Included Anytime Minutes	300	1000	1000	1200	1600	2200	3200	4200
Night and Weekend Minutes**	—	—	unlimited	unlimited	unlimited	unlimited	unlimited	unlimited
Mobile-to-Mobile Minutes***	—	—	unlimited	unlimited	unlimited	unlimited	unlimited	unlimited
Add'l Minute Rate	45¢	40¢	40¢	40¢	35¢	25¢	25¢	25¢

Calls originating and terminating within the local coverage area use plan minutes and are toll free. On the \$29.99 plan, calls placed while in the local coverage area and terminating to anywhere outside the local coverage area will be charged 15¢ per minute long distance. Some areas may offer options for toll-free calling to the U.S. Customers utilizing one of these options may not pay long-distance charges, but will still continue to use rate plan minutes. Airtime charges may apply if rate plan minutes are unavailable. A \$20 non-refundable activation fee will apply.

Maps are general representation of coverage. Coverage varies based on system buildout, system availability and capacity, customer's equipment, terrain, signal strength, weather and other conditions.

**Night minutes are Mon. — Thurs. 9 p.m. — 5:59 a.m. Weekend minutes are Fri. 9 p.m. — Mon. 5:59 a.m. Minutes must be used each month and do not carry over.

***Mobile-to-Mobile Minutes apply to calls between Alltel wireless customers that begin and end in your plan's calling area. Call forwarding, 411 and Voice Mail calls excluded.

One-year and two-year service agreements available.

Some included features and add-ons may not be available in certain areas.

[Explanation of Fees & Services](#) | [Service Agreement](#)



Start Today
Call 1-866-Alltel7
Find a store near you

Available Add-ons*

Touch2TalkSM

\$5-15 per month

FreeToRoam[®] Minutes

\$10 per month

Call Home Free

Share Your Minutes

\$9.99 per month on select plans

Extended Night Minutes

\$7 per month

Special terms and conditions apply.

Learn more about available add-ons, including add-ons for plans under \$39.99. [>MORE](#)

Nationwide Long Distance



FREE – When you sign up today for \$49.99.

FreeToRoam[®] Minutes

Get 100 nationwide minutes each month.

> MORE

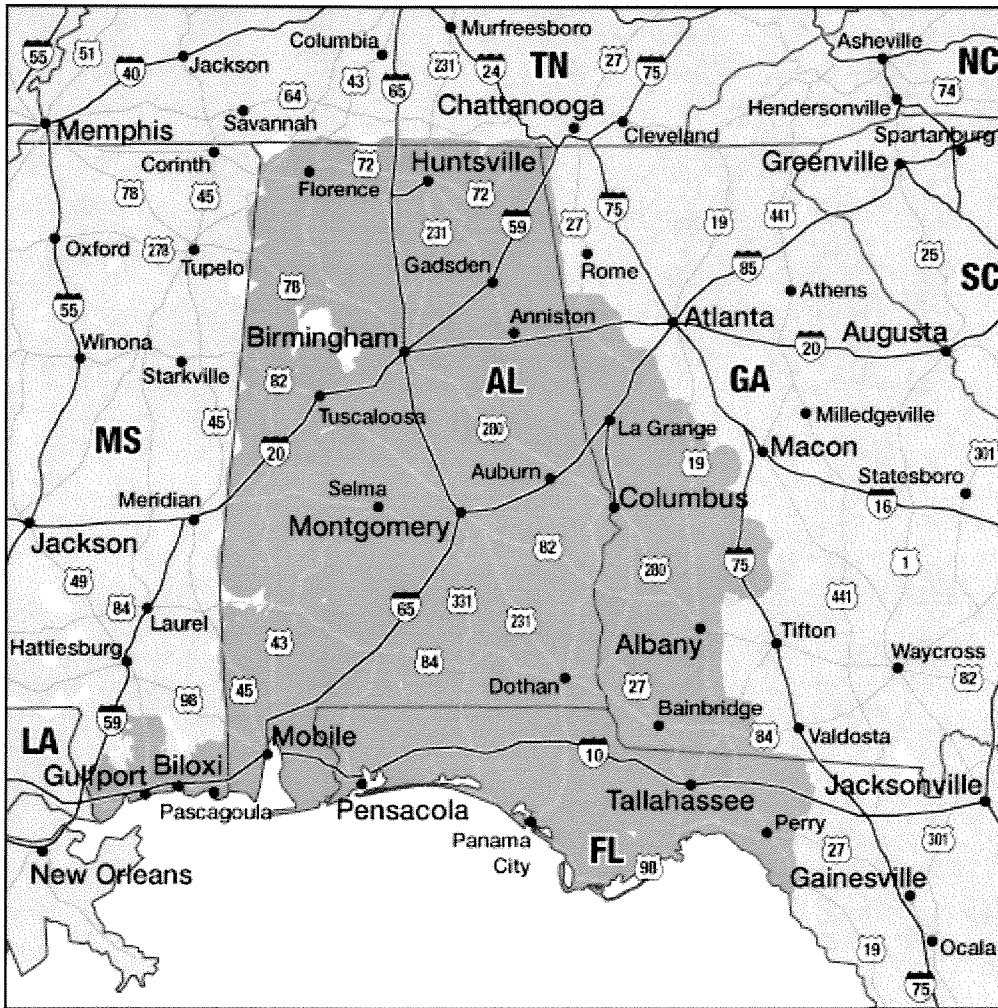


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EXHIBIT D

**ALLTEL'S
FIVE-YEAR SERVICE
IMPROVEMENT PLAN**

REDACTED

EXHIBIT E

MAP ILLUSTRATING ALLTEL'S LICENSED (RURAL) AREA

Alltel Communications, Inc.
State of Alabama

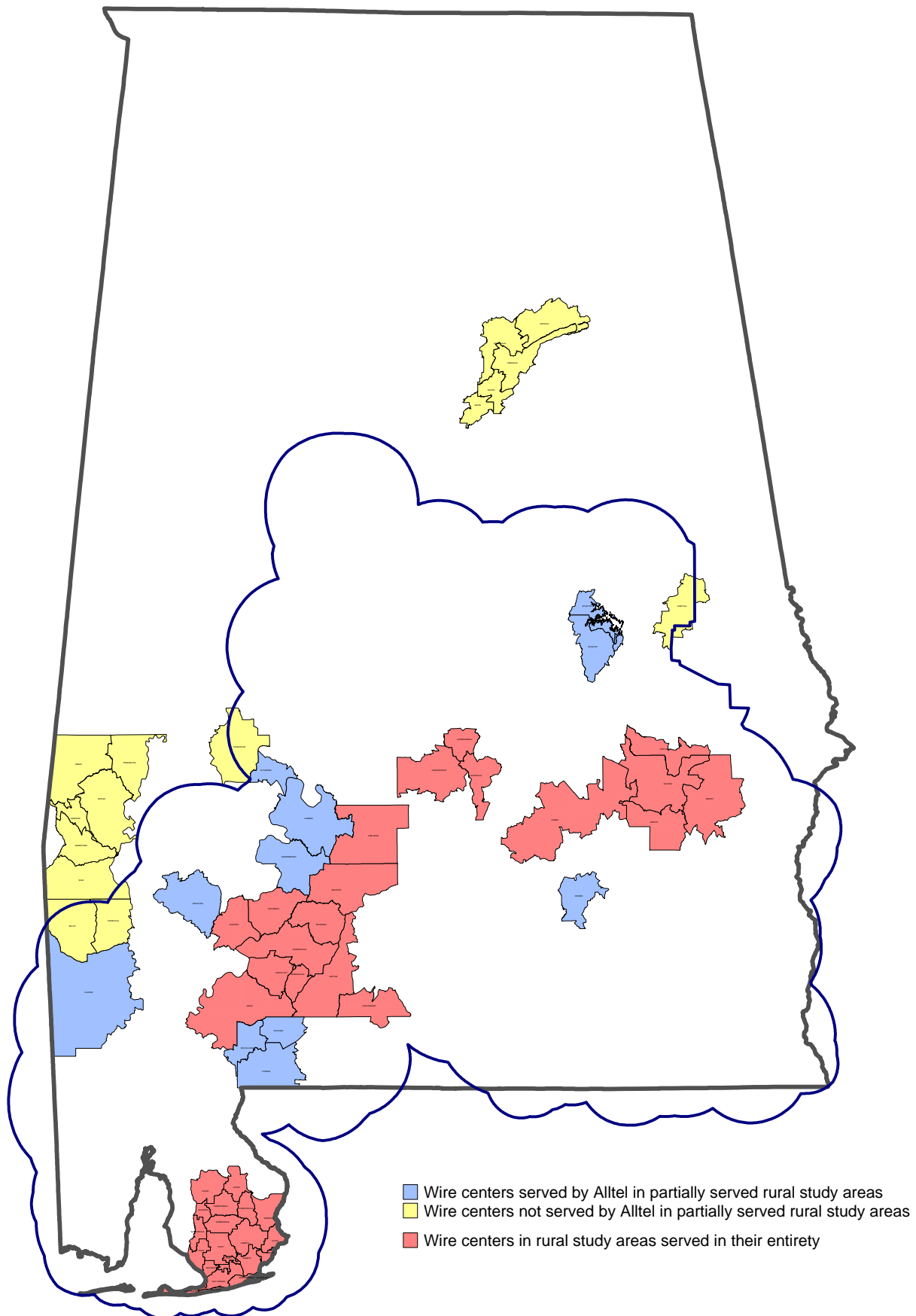


EXHIBIT F

**LIST OF WIRE CENTERS
WITHIN RURAL STUDY AREAS
THAT ARE SERVED BY ALLTEL IN THEIR ENTIRETY**

Alltel Communications, Inc.
Rural Study Areas Served in Their Entirety
in the State of Alabama

SAC	COUNTY	LEC NAME	CLLI	WURE CENTER
250285	Conecuh	CASTLEBERRY TELEPHONE CO. INC.	CSTLALXA	CASTLEBERRY
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	BTRCALXA	BEATRICE
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	EXCLALXA	MONROEVILLE
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	FNBGALXA	FINCHBERG
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	FRCYALXA	FRISCO CITY
250306	Clarke	FRONTIER COMMUNICATIONS OF AL	GSPTALXA	GOSPORT
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	MOVLALXA	MONROEVILLE
250306	Wilcox	FRONTIER COMMUNICATIONS OF AL	PNAPALXA	PINE APPLE
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	PTMNALXA	PETERMAN
250306	Conecuh	FRONTIER COMMUNICATIONS OF AL	RPTNALXA	REPTON
250306	Monroe	FRONTIER COMMUNICATIONS OF AL	URIHALXA	URIAH
250298	Baldwin	GULF TELEPHONE CO.	BNSCALXA	BON SECOUR
250298	Baldwin	GULF TELEPHONE CO.	ELBTALXA	ELBERTA
250298	Baldwin	GULF TELEPHONE CO.	ELBTALXB	ELBERTA
250298	Baldwin	GULF TELEPHONE CO.	FOLYALXA	FOLEY
250298	Baldwin	GULF TELEPHONE CO.	FOLYALXB	FOLEY
250298	Baldwin	GULF TELEPHONE CO.	FTMRALXA	FORT MORGAN
250298	Baldwin	GULF TELEPHONE CO.	GLSHALXA	GULF SHORES
250298	Baldwin	GULF TELEPHONE CO.	GLSHALXB	GULF SHRS
250298	Baldwin	GULF TELEPHONE CO.	LLLNALXA	LILLIAN
250298	Baldwin	GULF TELEPHONE CO.	LLLNALXB	ELBERTA
250298	Baldwin	GULF TELEPHONE CO.	LXLYALXA	LOXLEY
250298	Baldwin	GULF TELEPHONE CO.	LXLYALXB	LOXLEY
250298	Baldwin	GULF TELEPHONE CO.	MGSPALXA	FOLEY
250298	Baldwin	GULF TELEPHONE CO.	MRLWALXA	SUMMERDALE
250298	Baldwin	GULF TELEPHONE CO.	ORBHALXA	ORANGE BEACH
250298	Baldwin	GULF TELEPHONE CO.	ORBHALXC	ORANGE BCH
250298	Baldwin	GULF TELEPHONE CO.	RBDLALXA	ROBERTSDALE
250298	Baldwin	GULF TELEPHONE CO.	RBDLALXB	SILVERHILL
250298	Baldwin	GULF TELEPHONE CO.	SMNLALXA	SEMINOLE
250298	Baldwin	GULF TELEPHONE CO.	SMNLALXB	ROBERTSDALE
250298	Baldwin	GULF TELEPHONE CO.	SRDLALXA	SUMMERDALE
250299	Lowndes	HAYNEVILLE TELEPHONE CO. INC.	GOVLALXA	GORDONSVILLE
250299	Lowndes	HAYNEVILLE TELEPHONE CO. INC.	HYVLALXA	HAYNEVILLE
250299	Lowndes	HAYNEVILLE TELEPHONE CO. INC.	LWBOALXA	LOWNDESBORO
250305	Montgomery	MON - CRE TELEPHONE COOPERATIVE	RAMRALXA	RAMER
250322	Macon	UNION SPRINGS TELEPHONE CO. INC	FTDVALXA	FORT DAVIS
250322	Bullock	UNION SPRINGS TELEPHONE CO. INC	MDWYALXA	MIDWAY
250322	Bullock	UNION SPRINGS TELEPHONE CO. INC	PROTALXA	PEROTE
250322	Bullock	UNION SPRINGS TELEPHONE CO. INC	UNSPALXA	UN SPGS

EXHIBIT F-1

**MAP ILLUSTRATING WIRE CENTERS
WITHIN RURAL STUDY AREAS
THAT ARE SERVED BY ALLTEL IN THEIR ENTIRETY**

Alltel Communications, Inc.
State of Alabama

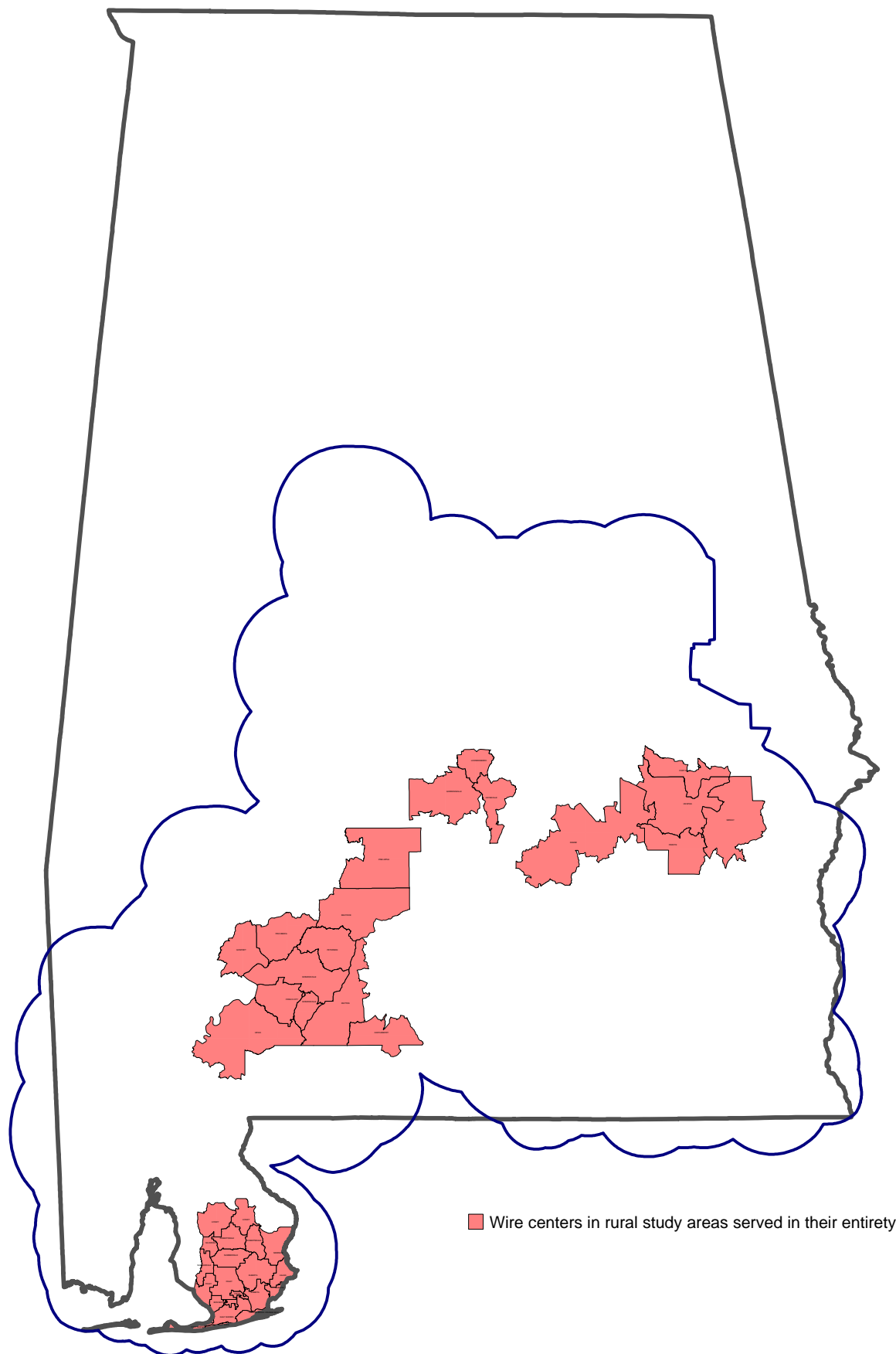


EXHIBIT F-2

**MAP ILLUSTRATING
INCUMBENT LEC STUDY AREAS
THAT ARE SERVED BY ALLTEL IN THEIR ENTIRETY**

Alltel Communications, Inc.
State of Alabama

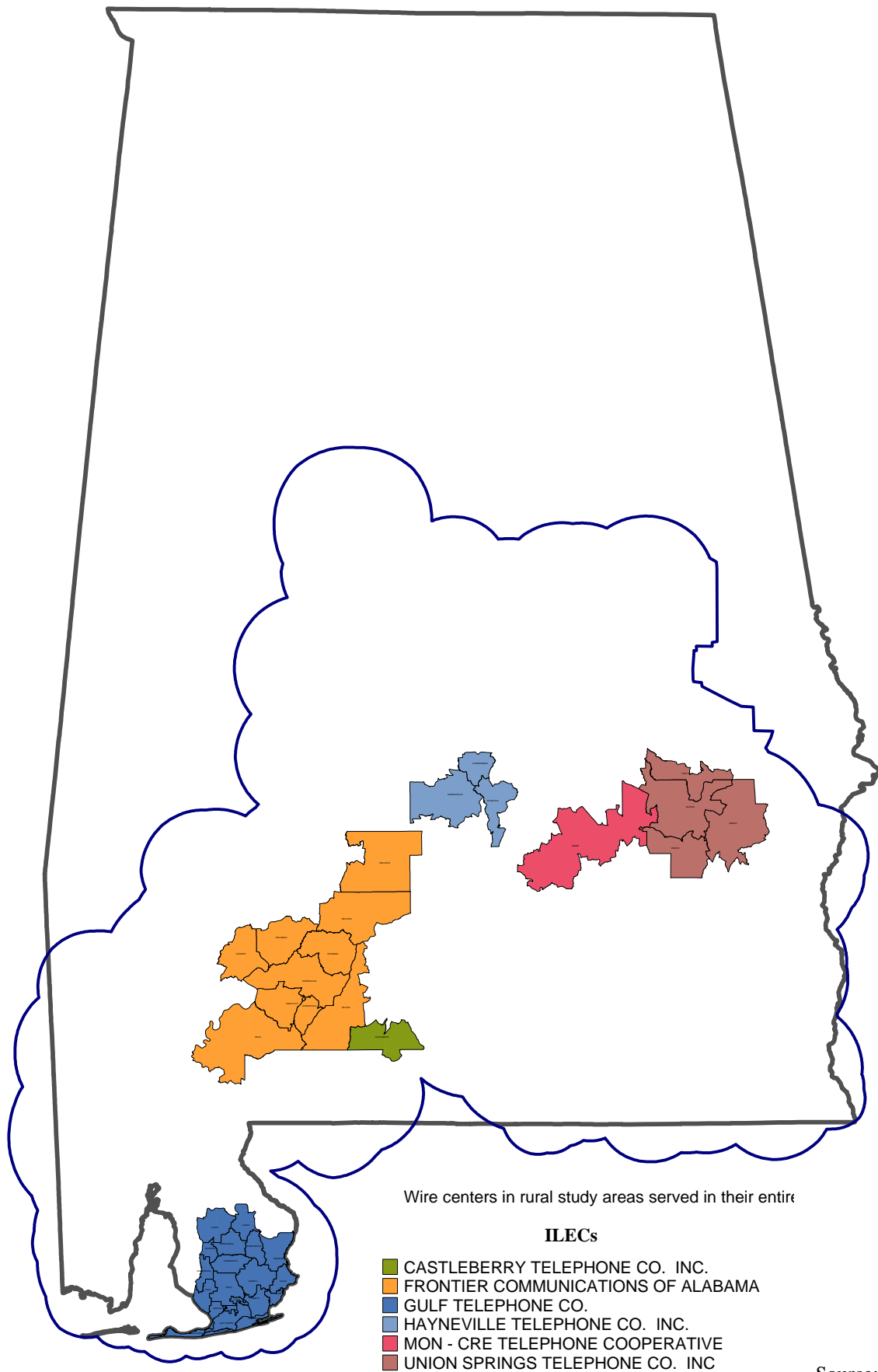


EXHIBIT G

LIST OF WIRE CENTERS WITHIN RURAL STUDY AREAS THAT ARE NOT SERVED IN THEIR ENTIRETY

Alltel Communications Inc.
Rural Study Areas Not Served in Their Entirety
In the State of Alabama

STUDY AREA CODE	COUNTY	LEC NAME	CLLI	WIRE CENTER	SERVED
250302	St. Clair	ALLTEL ALABAMA INC.	AHVLA1XA	ASHVILLE	NO
250302	Tallapoosa	ALLTEL ALABAMA INC.	CMPHALXA	CAMP HILL	NO
250302	Jefferson	ALLTEL ALABAMA INC.	LEDSALXA	LEEDS	NO
250302	St. Clair	ALLTEL ALABAMA INC.	LEDSALXB	MOODY	NO
250302	St. Clair	ALLTEL ALABAMA INC.	ODVLALXA	ODENVILLE	NO
250302	St. Clair	ALLTEL ALABAMA INC.	SPVLALXA	SPRINGVILLE	NO
250302	Elmore	ALLTEL ALABAMA INC.	ECLCALXA	ECLECTIC	YES
250302	Elmore	ALLTEL ALABAMA INC.	KWLGALXA	ECLECTIC	YES
250302	Elmore	ALLTEL ALABAMA INC.	BTLRALXA	BUTLER	NO
250284	Choctaw	BUTLER TELEPHONE CO. INC.	LSMNALXA	LISMAN	NO
250284	Choctaw	BUTLER TELEPHONE CO. INC.	NDHMALXA	NEEDHAM	NO
250284	Choctaw	BUTLER TELEPHONE CO. INC.	PNTNALXA	PENNINGTON	NO
250284	Choctaw	BUTLER TELEPHONE CO. INC.	GSHNALXA	GOSHEN	YES
250284	Pike	BUTLER TELEPHONE CO. INC.	GVHLALXA	GROVE HILL	YES
250284	Clarke	BUTLER TELEPHONE CO. INC.	THMTALXA	THOMASTON	NO
250318	Marengo	FRONTIER COMMUNICATIONS OF THE SO	ATMRALXA	ATMORE	YES
250318	Escambia	FRONTIER COMMUNICATIONS OF THE SO	CMDNALXA	CAMDEN	YES
250318	Wilcox	FRONTIER COMMUNICATIONS OF THE SO	CTHRALXA	CATHERINE	YES
250318	Wilcox	FRONTIER COMMUNICATIONS OF THE SO	HXFALXA	HUXFORD	YES
250318	Escambia	FRONTIER COMMUNICATIONS OF THE SO	MCCLALXA	MCCULLOUGH	YES
250318	Escambia	FRONTIER COMMUNICATIONS OF THE SO	VRBGALXA	VREDENBURGH	YES
250318	Wilcox	FRONTIER COMMUNICATIONS OF THE SO	FKVLALXA	FRANKVILLE	NO
250304	Washington	MILLRY TELEPHONE CO.	GLTWALXA	GILBERTOWN	NO
250304	Choctaw	MILLRY TELEPHONE CO.	MLRYALXA	MILLRY	NO
250304	Washington	MILLRY TELEPHONE CO.	SILSALXA	SILAS	NO
250304	Choctaw	MILLRY TELEPHONE CO.	CHTMLALXA	CHATOM	YES

EXHIBIT G-1

**MAP ILLUSTRATING WIRE CENTERS
WITHIN RURAL STUDY AREAS
THAT ARE NOT SERVED IN THEIR ENTIRETY**

Alltel Communications, Inc.
State of Alabama

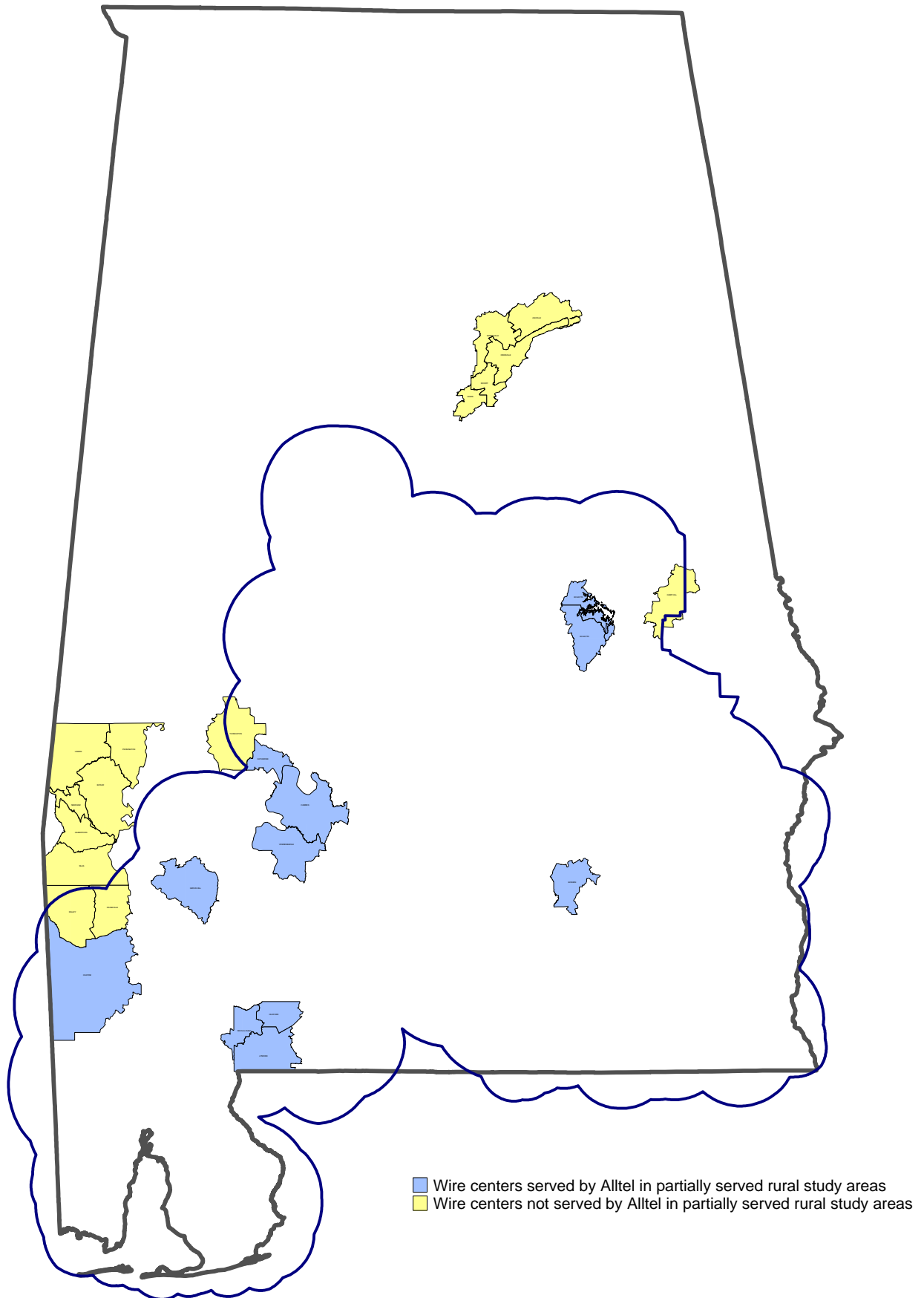


EXHIBIT G-2

**MAP ILLUSTRATING
INCUMBENT LEC STUDY AREAS
THAT ARE NOT SERVED IN THEIR ENTIRETY**

Alltel Communications, Inc.
State of Alabama

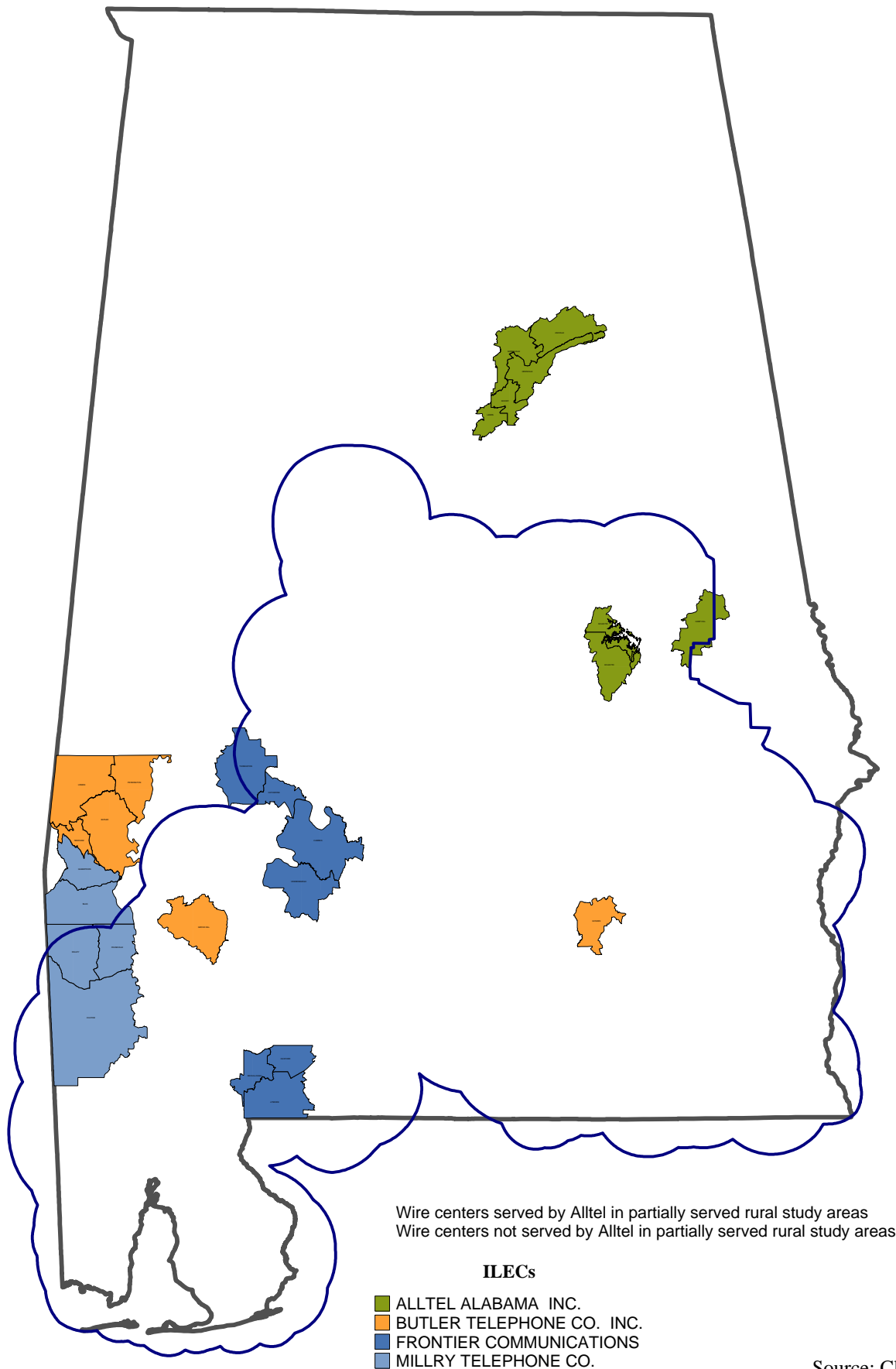


EXHIBIT H

DENSITY ANALYSIS

Altel Communications, Inc.
Eligible Telecommunications Carrier Designation in the State of Alabama
Density Analysis of Partially Served Rural Study Areas

STUDY AREA NAME	CLI CODE	WIRE CENTER NAME	SERVED BY ALTEL	WIRE CENTER POPULATION	AREA OF WIRE CENTER (SQMI)	DENSITY
ALTEL ALABAMA INC. ALTEL ALABAMA INC. WIRE CENTERS SERVED	ECJCALXA KWLGAJXA	ECLECTIC ECLECTIC	YES YES	5,881 2,441 8,322	102.09 63.88 165.97	57.60 38.21 50.14
ALTEL ALABAMA INC. ALTEL ALABAMA INC. ALTEL ALABAMA INC. ALTEL ALABAMA INC. ALTEL ALABAMA INC. WIRE CENTERS NOT SERVED	AHVLAJXA CMPHALXA LEDSALXA LEDSALXB ODVALXA SPVLAJXA	ASHVILLE CAMP HILL LEEDS MOODY ODENVILLE SPRINGVILLE	NO NO NO NO NO NO	7,147 2,713 12,059 12,724 8,221 9,831 52,695	128.53 103.64 36.68 57.79 98.00 101.26 525.89	55.61 26.18 328.79 220.18 83.89 97.08 100.20
BUTLER TELEPHONE CO. INC. BUTLER TELEPHONE CO. INC. WIRE CENTERS SERVED	GSHNALXA GVHLAJXA	GOSHEN GROVE HILL	YES YES	1,832 5,083 6,915	67.45 171.22 238.68	27.16 29.69 28.97
BUTLER TELEPHONE CO. INC. BUTLER TELEPHONE CO. INC. BUTLER TELEPHONE CO. INC. WIRE CENTERS NOT SERVED	BTLRALXA LSMNALXA NDHMALXA PATNALXA	BUTLER USMAN NEEDHAM PENNINGTON	NO NO NO NO	4,366 2,587 608 1,816 9,377	224.87 177.48 40.53 121.61 564.48	19.42 14.58 15.00 14.93 16.61
FRONTIER COMMUNICATIONS OF THE S FRONTIER COMMUNICATIONS OF THE S FRONTIER COMMUNICATIONS OF THE S FRONTIER COMMUNICATIONS OF THE S FRONTIER COMMUNICATIONS OF THE S WIRE CENTERS SERVED	ATMRALXA CMDNALXA CTHRALXA HXFRALXA MCCALXA VRBGALXA	ATMORE CAMDEN CATHERINE HUXFORD MCCULLOUGH VREDENBURGH	YES YES YES YES YES YES	16,577 5,116 484 597 817 1,382 24,973	188.23 200.51 89.92 57.09 63.60 179.17 778.52	88.07 25.52 5.38 10.46 12.85 7.71 32.08
FRONTIER COMMUNICATIONS OF THE S WIRE CENTERS NOT SERVED	THMTALXA	THOMASTON	NO	1,691 1,691	162.61 162.61	10.40 10.40
MILRY TELEPHONE CO. WIRE CENTERS SERVED	CHTMLXA	CHATOM	YES	6,120 6,120	476.16 476.16	12.85 12.85
MILRY TELEPHONE CO. MILRY TELEPHONE CO. MILRY TELEPHONE CO. WIRE CENTERS NOT SERVED	FKVLALXA GLTWALXA MLRYALXA SILSALXA	FRANKVILLE GILBERTOWN MILRY SILAS	NO NO NO NO	1,179 2,506 3,542 2,657 9,884	88.99 130.96 198.05 181.72 599.71	13.25 19.14 17.88 14.62 16.48
AVERAGE DENSITY OF ALL WIRE CENTERS SERVED AVERAGE DENSITY OF ALL UNSERVED WIRE CENTERS				46,330 73,647	1,659.34 1,852.70	27.92 39.75

EXHIBIT 1

HIGH-COST CERTIFICATION

Ms. Marlene Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-B204
Washington, DC 20037

Ms. Irene Flannery
2120 L Street, N.W.
Suite 600
Washington, DC 20037

Re: Alltel Communications, Inc.
High Cost Certification
Docket No. 96-45

Dear Ms. Dortch and Ms. Flannery:

On behalf of Alltel Communications, Inc. and in connection with its application before the FCC for status as an eligible telecommunications carrier in the State of Alabama, we hereby forward the attached certification for high-cost support under the Universal Service program pursuant to Sections 54.313 and 54.314 of the Commission's rules.

Sincerely,

A handwritten signature in black ink, appearing to read 'G. S. Rabin', written over a horizontal line.

Glenn S. Rabin
Vice President
Federal Communications Counsel
Alltel Corporation
601 Pennsylvania Avenue, N.W.
Suite 720
Washington, D.C. 20004
(202) 783-3970

Ms. Marlene Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-B204
Washington, DC 20037

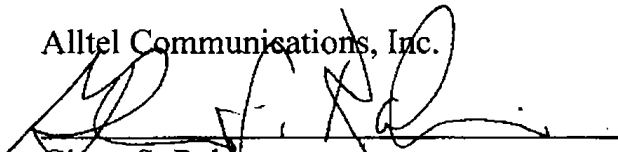
Ms. Irene Flannery
2120 L Street, N.W.
Suite 600
Washington, DC 20037

Re: Alltel Communications, Inc. Certification or High Cost Loop Support

Dear Ms. Dortch and Ms. Flannery:

This certification is submitted on behalf of Alltel Communications, Inc. ("Alltel" or the "Company") in connection with its application before the FCC for status as an eligible telecommunications carrier in the State of Alabama and in accordance with Sections 54.313 and 54.314 of the Commission's rules. On behalf of Alltel, I hereby certify under penalty of perjury that all high-cost support provided to the Company will be used for the provision, maintenance, and upgrading of facilities and services for which the support is intended, pursuant to Section 254(e) of the Telecommunications Act of 1996.

Alltel Communications, Inc.


Glenn S. Rabin

Vice President

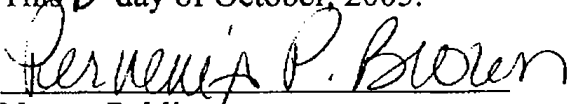
Federal Communications Counsel

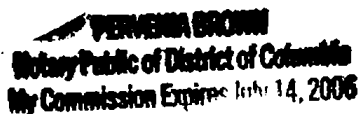
Authorized Representative

Alltel Corporation
601 Pennsylvania Avenue, N.W.
Suite 720
Washington, D.C. 20004
(202) 783-3970

Date: October 13, 2005

Subscribed and sworn to before me
This 13th day of October, 2005.


Verneena P. Brown
Notary Public


Verneena Brown
Notary Public of District of Columbia
My Commission Expires June 14, 2006